

P95000019283

*Law Offices
of
Hamden H. Baskin, III, P.A.*

516 No. Ft. Harrison Avenue
Clearwater, Florida 34615

Telephone: 813/447-2994
Fax: 813/446-0049

May 30, 1997

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-06/02/97--01144--012
*****35.00 *****35.00

Division of Corporation
Amendment Division
P.O. Box 6327
Tallahassee, FL 32314

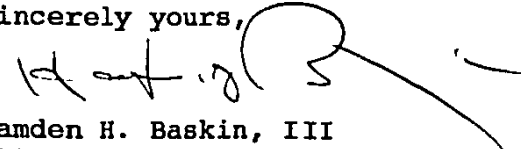
RE: Amendment to original Articles of Incorporation
UNIQUE IMAGES INTERNATIONAL, INC./ALL-SPORTS PUBLICATIONS,
INC.

Dear Sir:

Enclosed is Articles of Amendment in the above referenced corporation. Also, enclosed is our firm's check in the amount of \$35.00 for your filing fees. Please process same and return to our office in the envelope enclosed for your convenience.

If you should have any questions, please feel free to contact our office and with the kindest of personal regards, I remain

Sincerely yours,


Hamden H. Baskin, III
Attorney at Law

HHBIII:dlw

Enclosure: as stated

cc: Delano Bellew

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN -2 AM IL

N/C 5/6/12

ARTICLES OF AMENDMENT

1. The following provisions of the Articles of Incorporation of UNIQUE IMAGES INTERNATIONAL, INC., a Florida Corporation, filed in Tallahassee on the 7th day of March, 1995, and amended to change the company name to ALL-SPORTS PUBLICATIONS, INC., on the 11th day of June, 1996, be and they hereby are amended in the following particulars:

- (i) That the amendment to the original Articles of Incorporation dated March 7, 1995 is hereby revoked.
- (ii) Article I be and it hereby is deleted in its entirety.
- (iii) Article I should be and it is hereby is replaced to and shall read in its entirety as follows:

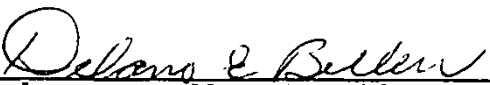
"ARTICLE I

NAME

The name of the corporation is:
UNIQUE IMAGES INTERNATIONAL, INC."

2. These articles of Amendment were approved by the sole shareholder on the 13th day of day of May, 1997.

IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment this 13 day of May, 1997.


Delano E. Bellew, President


Delano E. Bellew, Secretary/Treasurer

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared

97 JUN - 2 AM 10:00
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUN - 2 AM 10:00
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Commo failure.

Discard

P95-19283

Restart

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Commo failure.

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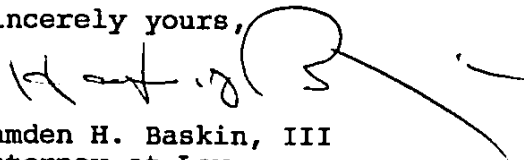
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Sincerely yours,



Hamden H. Baskin, III
Attorney at Law

HHBIII:dlw

Enclosure: as stated

cc: Delano Bellew

97 JUN -2 AM 10:00
SECRETARY OF STATE
DIVISION OF CORPORATIONS

N/C 5/31 6/12

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Delano E. Bellew, President


Delano E. Bellew, Secretary/Treasurer

STATE OF FLORIDA
COUNTY OF PINELLAS

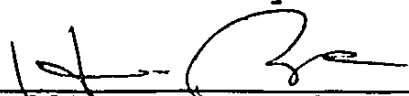
BEFORE ME, the undersigned authority, personally appeared

SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN - 2 AM 10:00

SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN - 2 AM 10:00

DELANO E. BELLEW, known to me to be the person who executed the foregoing Articles of Amendment and they acknowledged before me that they executed such instrument for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 13 day of May, 1997.



Notary Public, State of Florida
My Commission Expires

FILED
SECRETARY OF STATE
DIVISION OF REGISTRATIONS
97 JUN -2 AM 10:00