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Return Address:

WOLF SPORTSWEAR, INC.
509 DAVISON AVENUE NE
ST. PETERSBURG, FL 33703

PHONE: (813) 896-5322

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Amend.

VS JUL 10 1997

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
WOLF SPORTSWEAR, INC.

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TALLAHASSEE FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

Amendment(s) adopted:

First: ARTICLE IV - Capital Stock

This corporation is authorized to issue 5,000 Shares of One Dollar (\$1.00) par value common stock with full voting rights, which shall be designated as "Common Stock".

This hereby cancel's the originally authorized to issue of 100,000 Shares of One Dollar (\$1.00) par value common stock, which was designated as "Common Stock". All present stockholders will return their existing stock back to Wolf Sportswear, Inc. to be issued a pro-rata percentage of their present ownership. Therefore no present stockholders will lose any percentage of ownership..i.e If stockholder "a" owns 50% of the existing authorized shares then stockholder "a" will own 50% of the new authorized shares, designated as "Common Stock".

Second: ARTICLE IV - Capital Stock

This corporation is authorized to issue 20,000,000 Shares of Twenty-Five Cents (\$.25) par value common stock with NO voting rights, which shall be designated as "Common Stock NV"

The date of the first amendment adopted is: June 3, 1997

The date of the second amendment adopted is: June 3, 1997

Adoption of the Amendment(s):

The amendement(s) were approved by the Shareholders. The number of votes cast for the amendment(s) were sufficient for approval.

Signed the third day of June, 1997.

Signature:



L. Allen Kimmitt, Jr.
President