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

| 1 | oration Name) (Document #) | <u> </u> |
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| Walk in | Pick up time Ce | rtified Copy |
| Mail out | Will wait Photocopy Ce | rtificate of Status |
| NEW FILINGS | AMENDMENTS | |
| Profit | Amendment | |
| NonProfit | Resignation of R.A., Officer/ Director | |
| Limited Liability | Change of Registered Agent | |
| Domestication | Dissolution/Withdrawal | |
| Other | Merger | |
| OTHER FILING | REGISTRATION/ QUALIFICATION | |
| Lighted Keboll | | |

OTHER FILINGS

Annual Report

Fictitious Name

Name Reservation

| REGISTRATION/ QUALIFICATION |
|--------------------------------|
| Foreign |
| Limited Partnership |
| Reinstatement |
| Trademark |
| Other |

N/c

WB AUG 2 9 1997

Examiner's Initials

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



PLAY TO WIN INTERNATIONAL, INC.

(present name)

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:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Change name of corporation to:

PLAY 2 WIN INTERNATIONAL, INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

| THIRD: | The date of each amendment's adoption: July 24, 1997. | | | |
|--|---|--|--|--|
| FOURTE | I: Adoption of Amendment(s) (CHECK ONE) | | | |
| × | The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. | | | |
| C | The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s): | | | |
| | "The number of votes cast for the amendment(s) was/were sufficient for approval by | | | |
| | voting group | | | |
| [| The amendment(s) was were adopted by the board of directors without shareholder action was not required. | | | |
| | The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. | | | |
| | | | | |
| Signed this 24th day of July . 19 97 | | | | |
| Signature (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by | | | | |
| (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) | | | | |
| OR | | | | |
| | (By a director if adopted by the directors) | | | |
| OR | | | | |
| (By an incorporator if adopted by the incorporators) | | | | |
| | X Elisha J. M. Sweener Typed or printed name | | | |
| | X Resident | | | |
| | Title | | | |