

ACCOUNT NO. : 072100000032

REFERENCE: 259730

5315A

AUTHORIZATION :

COST LIMIT : \$ 87.50

ORDER DATE: February 13, 1997

ORDER TIME : 1:24 PM

ORDER NO. : 259730-010

CUSTOMER NO: 5315A

600002087446--1

CUSTOMER: Nelson T. Castellano, Esq

Trenam Kemker Scharf Barkin

2700 Barnett Plaza

101 East Kennedy Boulevard

Tampa, FL 33602

## DOMESTIC AMENDMENT FILING

NAME: GIESCO CHAMPIONS, INC.

EFFICTIVE DATE:

ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_ CERTIFIED COPY

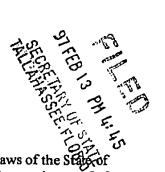
\_\_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Todd Sterzoy

EXAMINER'S INITIALS

## ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION GIESCO CHAMPIONS INC.



Giesco Champions Inc., a corporation organized and existing under the laws of the State of

Florida, in order to amend its Articles of Incorporation in accordance with the requirements of Chapter 607, Florida Statutes, does hereby certify as follows:
1. The Amendment to the existing Articles of Incorporation being effected hereby is to delete Section (a) of Article IV of the Articles of Incorporation and to substitute in its place the following:
*************
ARTICLE IV
Capital Stock
(a) The total number of shares of capital stock authorized to be issued by this corporation shall be:
100,000 shares of common stock, par value \$.01 per share (the "Common Stock"); and
5,000,000 shares of preferred stock, par value \$.01 per share (the "Preferred Stock").
**********
2. This amendment to the Articles of Incorporation was approved and adopted by written consent of the sole director on the day of January, 1997, and no vote of the stockholders was required.
3. These Articles of Amendment of the Articles of Incorporation shall be effective immediately upon filing by the Secretary of State of the State of Florida, all required taxes and fees having been paid.
IN WITNESS WHEREOF, Giesco Champions Inc. has caused these Articles of Amendment of the Articles of Incorporation to be executed this day of January, 1997.

GIESCO CHAMPIONS INC.

Lloyd Sheiner, Director

ATTEST:

Lloyd Sheiner, Secretary