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BASIC AMENDMENT

HIPPO HOLDINGS, INC.

Certificate of Status	1
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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
HIPPO HOLDINGS, INC.

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of Hippo Holdings, Inc. (the "Corporation") are hereby amended according to theses Articles of Amendment:

FIRST: The name of the Corporation is Hippo Holdings, Inc.

SECOND: Article I of the Articles of Incorporation, as amended, is hereby deleted in its entirety and the following inserted in lieu thereof:

"The name of the Corporation is Hippo Golf, Inc."

THIRD: The foregoing amendment was adopted by Unanimous Written Consent of the Board of Directors dated as of December 14, 2000 and by Unanimous Written Consent of the Shareholders dated as of December 14, 2000.

FOURTH: Except as hereby amended, the existing Articles of Incorporation of the Corporation shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned has executed this instrument the 19th day of December, 2000.

HIPPO HOLDINGS, INC.

By: _____
Chester Hunt, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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