P97000008945

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February 11, 1998

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee FL 32314

Re: Sports Ventures International, Inc.

Document No. P97000008945

Dear Sir or Madam:

100002437951--1 -02/23/98--01100--017 ******35.00 ******35.00

Enclosed please find Articles of Amendment of the Articles of Incorporation in regard to the above-referenced corporation, along with a check in the amount of \$35.00 as filing fee. Please file and forward a stamped copy to the undersigned.

Thank you for your assistance.

ery truly yours,

SCOTT ALAN SALOMON

SAS/db Enclosures

AUTHORIZATION BY PHONE TO

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ARTICLES OF AMENDMENT OF THE . ARTICLES OF INCORPORATION

SPORTS VENTURES INTERNATIONAL, INC.

Pursuant to the provisions of FSA § 607.1006, this corporation adopts the following articles of amendment to its articles of incorporation:

1. The name of the corporation before amendment:

SPORTS VENTURES INTERNATIONAL, INC.

2. The name of the corporation after amendment:

SPORTS VENTURES INTERNATIONAL, INC.

- 3. The text of each amendment as adopted is as follows
- 4. If the amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment, if not contained in the text of the amendment itself, are as follows:

Article III - CAPITAL STOCK - shall read as follows:

The corporation is authorized to issue 10,000 shares of \$.01 par value common stock which shall be designated as "Common Shares". The corporation is authorized to issue 1,000,000 shares of \$0.001 par value preferred stock which shall be divided into two (2) classifications: Class A of 250,000 shares and Class B of 750,000 shares, all designated as "Preferred Shares".

- 5. The date of adoption of the amendment was: January 30, 1998
- 6. The amendment was adopted by: The Board of Directors by resolution dated January 30, 1998. Shareholder action was not required.
- 7. This amendment will be effective upon filing.

Date: Aquary 30, 1998

MICHAEL MEISLER, Secretary Director

Sport's Venture's International, Inc. (SEAL)