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P97000026325
January 27, 1999

Secretary of State
Division of Corporations
Amendment Division
Attention Ms. Louise Jackson
P.O. Box 6327
Tallahassee, Florida 32314

400002760564--7
-02/01/99--01006--012
*****43.75 *****43.75

Re: Articles of Amendment to Articles of Incorporation
Our File CCN 97.07corpsec/97.07corpbk

Dear Ms. Jackson:

Thank you for speaking with me on 1/27/99 with regard to the filing fee and requirement regarding name changes for a Florida corporation.

Per our 1/27/99 t/c, please find enclosed the following:

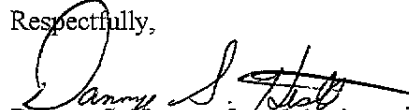
1. Amendment to Articles of Incorporation for the corporation formerly known as Sharks Success II, Inc. (Florida Regist. P97000026325), altering the name to Best Offense Products, Inc. and
2. P/A check #8910 in the amount of \$43.75 (\$35.00 filing fee and \$8.75 fee for the Certificate of Status to be returned to us).

Please file said documents.

Also enclosed, please find a self-addressed, stamped envelope for the return of said certified amendment.

Thank you for your assistance in this matter.

Respectfully,


Danyne S. Hesters, Legal Assistant to
T.W. Ackert, Esquire

enclosures: As listed above

Z90127L1.707

Name Change
LFT 2-2-99

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 FEB -1 PM 3:04

FILED

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
Sharks Success II, Inc., now known as
Best Offense Products, Inc.

FILED

99 FEB -1 PM 3: 04

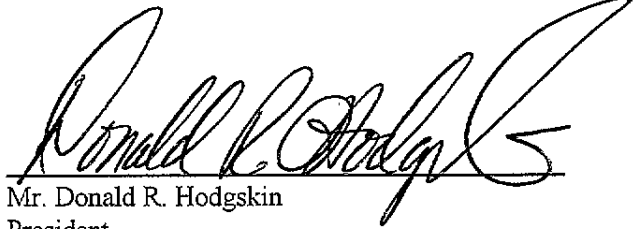
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, and meeting of all Shareholders and Directors, and duly made Motion (seconded and unanimously approved), this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

1. Article I amendment: The name of the corporation shall effective 1/1/99 henceforth be Best Offense Products, Inc.
2. The date of said amendment's adoption and effective date is 1/1/99.
3. The said amendment was adopted by the board of directors and shareholders by unanimous approval.

Done and executed this 1st day of January, 1999.

By:


Mr. Donald R. Hodgskin
President