97000034014

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July 27, 2000

Dear Division of Corporations,

I am the sole incorporation and 100% owner of Experience It, Inc. The address on file for account is:

Experience It, Inc. P.O. Box 238002 Daytona Beach, FL 32123

I have since moved and wish to make the following amendments to the corporation filing.

Amended name and address change

Sponsored Athlete, Inc. 705 N. Garfield Avenue Deland, FL 32724

Amended number of incorporation shares:

100,000 shares

Both the incorporation and registered agent are to remain Robert L. Butcher. If there are any questions, I can be reached by phone at (904) 235-7626 or email: robert@sponsoredathlete.com

Sincerely.

Robert L. Butcher

President

Rosert L. Butcher 7/27/00

Ps- my original \$35 check for the amendment was NOT returned with the enclosed documents. I will check to make sure I am not "double" charged \$35. Thank you.



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

July 19, 2000

EXPERIENCE IT, INC. 705 N. GARFIELD AVENUE DELAND, FL 32724

SUBJECT: EXPERIENCE IT, INC. Ref. Number: P97000034014

We have received your document for EXPERIENCE IT, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6957.

Doug Spitler Document Specialist

Letter Number: 200A00039709

FILED

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION **OF**

00 JUL 31 PM 3: 40 TALLAHASSEE, FLORIDA

EXPERIENCE IT, 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)

Article I - NAME

The name of the corporation shall be charged to:

SPON SORED ATHLETE, Inc.

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:

Article II Principal office:

Sponsored Athlete 705 N. Garfield Avenue Deland, FC 32724

Article III - Sharing 100,000 - with Posed L Butcher owning 100%

Article IV - Registered Agent

Rosert L. Butcher 705 N. Ganfield Avenue Deland, FC 32724

Article I - Incorporators

Rosert L. Butcher 705 N. Garfield Avenue Deland, PC 32724

THIRD:	The date of each amendment's adoption: July 1, 2000.
FOURTE	: 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.
	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"
	The amendment(s) was/were adopted by the board of directors without shareholder action and 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 1 St day of Joly , 2000.
Signatu	re FoSut 1. Butcher - President (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)
	RoSert L. Butcher Typed or printed name
	President Title