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July 11, 1997

Corporate Records Bureau
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-07/21/97--01049--002
*****35.00 *****35.00

Re: OLSHER SOCCER NORTH AMERICA, INC. f/k/a OSI Management, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of an Amendment to Articles of Incorporation for the above-referenced corporation. Also, enclosed is our check in the amount of \$35.00 representing the filing fee.

Please return a copy of the Amendment to the undersigned. Thank you for your cooperation.

Very truly yours,

MARTIN ENGELS

ME:wpd:cdl
Enclosures

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FILED
97 JUL 21 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Joe
7/22

N/C Amend

**AMENDMENT TO
ARTICLES OF INCORPORATION OF
OSI MANAGEMENT, INC.**

97 JUL 21 PM 1:36
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned officers, MICHAEL OLSHER, President and DAX A. OLSHER, Secretary, of OSI MANAGEMENT, INC., a Florida corporation, do hereby certify that the Board of Directors and Shareholders of the Corporation approved the following amendment to Article I of the Corporation's Articles of Incorporation on the 11th day of July, 1997, by unanimous joint corporate action of shareholders and directors. Effective upon filing of this Amendment with the Secretary of State, Article I shall thereafter read as follows:

ARTICLE I

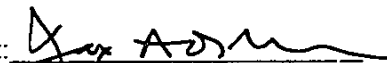
The name of the corporation shall be:

OLSHERSOCCER NORTH AMERICA, INC.

IN WITNESS WHEREOF, the undersigned hereby execute this Amendment to Articles of Incorporation OSI MANAGEMENT, INC. this 11th day of July, 1997.

OSI MANAGEMENT, INC.

By: 
MICHAEL OLSHER, President

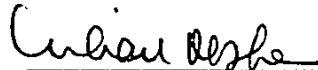
Attest: 
DAX A. OLSHER, Secretary

**JOINT CORPORATE ACTION
BY SOLE SHAREHOLDER AND DIRECTOR
OF OSI MANAGEMENT, INC.**

The undersigned, being the sole Shareholder and Director of OSI MANAGEMENT, INC.,
hereby adopts the following corporate action this 11th day of July, 1997:

RESOLVED that Article I of the Corporation's Articles of Incorporation be amended to state that the name of the Corporation is OLSHERSOCCER NORTH AMERICA, INC., and that the officers of the Corporation are directed to file this amendment with the Secretary of State of the State of Florida forthwith.

IN WITNESS WHEREOF, the undersigned, being the sole Shareholder and Director of the above Corporation, hereby executes this Corporate Action effective as of the day and year above written.



MICHAEL OLSHER