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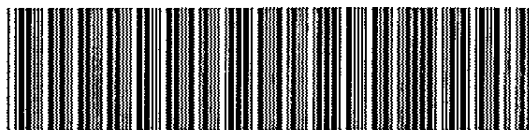
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January 9, 2003

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

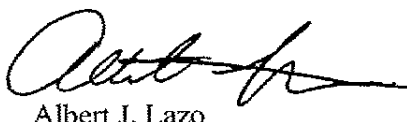
Re: Ace International Tennis, Inc., a Florida corporation ("Ace")

Dear Sir or Madam:

Enclosed herewith please find Articles of Amendment To Articles of Incorporation of Ace. Additionally, we enclose our firm's check number 12046 in the amount of \$35.00 made payable to the Secretary of State as payment of the filing fee.

Upon filing, please return to us conformed filed copies of the foregoing. Should you have any questions, please do not hesitate in contacting our office.

Sincerely,



Albert J. Lazo

AJL/el

Encl.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ACE INTERNATIONAL TENNIS, INC.**

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: The date of filing of the articles of incorporation of ACE INTERNATIONAL TENNIS, INC. was July 25, 1997.

Second: The following amendments to the articles of incorporation were adopted by the corporation:

ARTICLE I of the articles of incorporation will be deleted and replaced with the following:

ARTICLE I

Name

The name of this Corporation is Iron People International, Inc. (hereinafter "the Corporation").

ARTICLE II of the articles of incorporation will be deleted and replaced with the following:

ARTICLE II

The mailing address and principal office address of the corporation is 5891 Sunset Drive, South Miami, FL 33143

Third: This amendment was adopted on December 17, 2002.

Fourth: This amendment was adopted by the unanimous vote of the shareholders and directors. The number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, I have made and subscribed this Amendment of the Articles of Incorporation this 6TH day of January 2003.


Jonathan Welch, Director

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA