

UNITED

Sports Inc.

Commonwealth Building
2881 East Oakland Park Blvd
Third Floor - Fort Lauderdale, FL 33306
Tel 1 (800) 242-0855 Fax (954) 561-0770

P98000017229

April 21, 1998

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

700002504967--0
-04/23/98-01043-013
****105.00 ****105.00

Re: United Sports, Inc. - Filed on February 23, 1998 under document no.: P98000017229

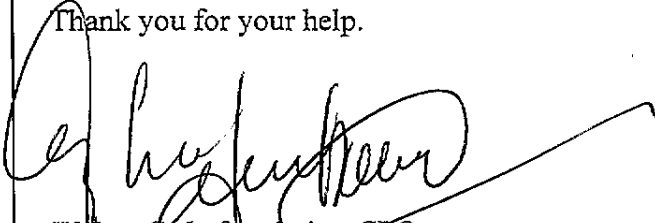
Please, file the new adopted articles of amendment to the articles of incorporation of United Sports, Inc.

Her enclosed a ckeck for the amount of \$105 to cover the cost of:

	Filing fee for the articles of amendment	\$ 35.
	Certified copy of the amendment	52.50
2	Certificates of Status	17.50

If you have any question contact us at 1 800 242-0855 during normal business hours.

Thank you for your help.



Walter G. Laframboise, CFO
UNITED SPORTS, INC.

enclosure

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 29 PM 3:17

Amend.
5-5-98
CC

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF

UNITED SPORTS, 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:

ARTICLE VI - (Officers and Directors) of the articles of incorporation are hereby deleted in entirety and the following is hereby inserted in its place and stead:

This corporation shall have three officers and directors. The name and street address of the officers and directors who shall hold office for the first year of the corporation, or until their successor is elected or appointed is:

Edward N. Tabb
2805 E. Oakland Park Blvd. #166
Fort Lauderdale, FL 33306

President / CEO

Walter G. Laframboise
2652 NE 6th Street
Pompano Beach, FL 33062

Secretary-Treasurer / CFO

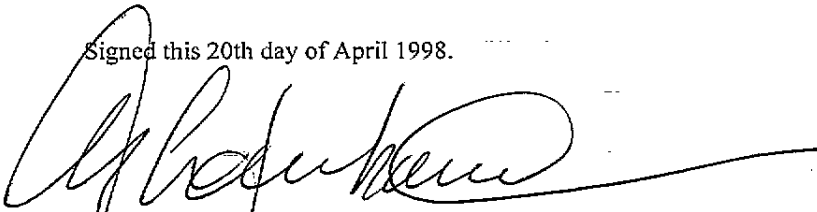
Judith S. Schiowitz
3051 N. Course Dr. #608
Pompano Beach, FL 33069

Director

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

The date of amendment adoption is April 20th, 1998.

Signed this 20th day of April 1998.



Walter G. Laframboise
Secretary-Treasurer
UNITED SPORTS, INC.

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