

P98000043688



ACCOUNT NO. : 072100000032

REFERENCE : 873564 5674A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 87.50

ORDER DATE : June 29, 1998

ORDER TIME : 11:06 AM

ORDER NO. : 873564-010

CUSTOMER NO: 5674A

CUSTOMER: Robert C. Burke, Jr., Esq
Kimpton Burke & White
Suite 100
28059 U.S. Highway 19, North
Clearwater, FL 33761

100002574761--8

DOMESTIC AMENDMENT FILING

NAME: GRINDEY DIVING SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUN 29 PM 3:34

FILED

DIVISION OF CORPORATION

98 JUN 29 PM 12:12

RECEIVED

4/30
gonz
Name Change
CF

FILE 2nd

FILED

98 JUN 29 PM 3:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

OF

ARTICLES OF INCORPORATION

OF

GRINDEY DIVING SERVICES, INC.

GRINDEY DIVING SERVICES, INC., a Florida corporation, under its corporate seal in hand of its President and Secretary, BRIAN R. GRINDEY and Carolyn C. JOHNSON, respectively, hereby certifies that:

1. The Board of Directors of said corporation, at a meeting called and held on the 15 day of June, 1998, adopted the following resolution:

"BE IT RESOLVED by the Board of Directors of GRINDEY DIVING SERVICES, INC., a Florida corporation, that Article I of the Certificate of Incorporation be amended, changed and altered so that it reads as follows:

ARTICLE I

The name of the corporation shall be:

MAC'S SPORTS, INC.

2. The meeting of the shareholders of the corporation called by the Board of Directors as aforesaid, was held on the 15 day of June, 1998, and at said special meeting of the shareholders, said amendment to the Certificate of Incorporation was duly adopted by the unanimous vote of all shareholders.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be filed in its name by its President and its

corporate seal to be affixed and attested by its Secretary on this
15 day of June, 1998.

GRINDEY DIVING SERVICES, INC.

By: [Signature]
Brian R. Grindey, President

Attest:

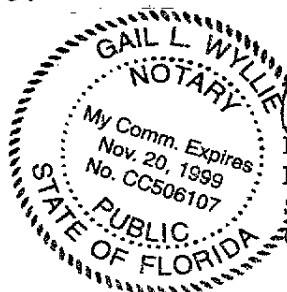
[Signature]
Name: Elizabeth Grindey
Secretary

(Corporate Seal)

STATE OF FLORIDA)
COUNTY OF PINELLAS)

I, an officer authorized to take acknowledgements according to the laws of the State of Florida, duly qualified and acting, hereby certify that BRIAN R. GRINDEY and Elizabeth Grindey as President and Secretary, respectively, of GRINDEY DIVING SERVICES, INC., to me () personally known or who () produced Florida driver's licenses as identification, this date acknowledged before me that they executed the foregoing Articles of Amendment of Articles of Incorporation of Grindey Diving Services, Inc., as such officers of said corporation and they affixed the official seal of said corporation; and I further certify that I know the said persons making said acknowledgement to be the individuals described in and who executed said Certificate.

IN WITNESS WHEREOF, I hereunto set my hand and official seal at Clearwater, said County and State this 15 day of June, 1998.



[Signature]
Name: _____
Notary Public, State of Florida
Serial No: _____
Commission Expires: _____