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P98000047350

*Board Certified Civil Trial Practice

June 23, 2000

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: 800 Direct, Inc.
Articles of Amendment / F.E.I.

Dear Sir or Madam:

400003326184--9
-07/18/00--01002--009
*****35.00 *****35.00

Enclosed is an original and one (1) copy of Amendments to the Articles of Incorporation for the above referenced entity, changing the name from 800 Direct, Inc. to Kayfabe Enterprises, Inc. Also enclosed is our check in the amount of \$35.00 for the filing fee in this regard.

Please return the copy of the Articles of Incorporation provided herein, after it has been stamped with the file date, to:

Bradley J. Wood, Esq.
P.O. Drawer 76387
St. Petersburg, FL 33734-6387

Also enclosed is a copy of your letter dated May 26, 2000, along with a copy of this corporation's annual report which indicates the assigned F.E.I. as 59-3653695.

If you have any questions concerning this request, please contact the undersigned.

Very truly yours,



Bradley J. Wood

Encl.

dos-corp-ltr.doc

*Name change
LFT 7-19-2000*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 14 PM 5:42

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
800 DIRECT, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUL 14 PM 5:42

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida for-profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

The current name of the corporation is 800 DIRECT, INC..

The current mailing address of the corporation is P.O. Box 76387, St. Petersburg, FL 33734-6387

Date of incorporation/qualification: 05/27/98 Document No. P98000047350

ARTICLES OF AMENDMENT

1. Amendments adopted:

a) **ARTICLE I. NAME**

The name of the corporation shall be changes from 800 DIRECT, INC., to:

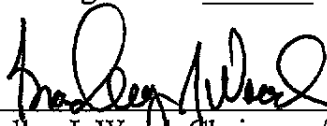
KAYFABE ENTERPRISES, INC.

2. The date of this Amendment's adoption: 06/16/2000.

3. Adoption of Amendments

The foregoing Articles of Amendment of the corporation were adopted by the Board of Directors without shareholder action and shareholder action was not required.

Signed this 20th day of June, 2000.



Bradley J. Wood, Chairman / President