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March 23, 2000

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

To Whom It May Concern:

Enclosed please find our Articles of Amendment to Articles of Incorporation for U.N.O. SPORTS USA, Inc. We are including a check in the amount of \$52.50 to cover the filing fee of \$35, one certified copy for \$8.75 and a certificate of status for \$8.75.

Should you have any problem please contact us at 941-573-9503 or 1017-F SE 12th Avenue, Cape Coral, Florida 33990.

Thank you in advance for your cooperation in this matter.

Best Regards,

Robert Weber President

U.N.O. SPORTS USA, Inc.

Kimberly Mitchell Office Manager

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1017-F S.E. 12th AVENUE

CAPE CORAL, FL 33990 TEL: (941) 573-9503 * FAX: (941) 573-9504

TOLL FREE: 1-877 USA UNO1 1-877-872-8661

FILED

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

00 APR 20 AM 11: 40 SECRETARY OF STATE TALLAHASSEE: FLORIDA

U.N.O. SPORTS USA, INC. REFERENCE # P98000049472 (present name)

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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article IV - Stated Capital - Classes of Stock

The corporation is authorized to issue 100,000 shares of common stock at \$50.00 par value and 50,000 shares of non-voting, profit share, preferred stock at \$50.00 par value.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

No shares have been issued to date.

THIRD:	T	he date of each amendment's adoption: March 23, 2000	-
FOURT	H:	Adoption of Amendment(s) (CHECK ONE)	
		The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.	
		The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):	
		"The number of votes cast for the amendment(s) was/were sufficient for approval by	
	X	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	
		The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	
	S	igned this 23 day of March XXX 2000.	<u> </u>
Signatur	m.es.	Bullo -	
Signatu	re .	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)	
		OR	
		(By a director if adopted by the directors)	
		OR	
		(By an incorporator if adopted by the incorporators)	
		Robert Weber	
		Typed or printed name	
		President/Director	

Title