

Kirkpatrick & Lockhart LLP

Miami Center- 20th Floor  
201 South Biscayne Blvd  
Miami, FL 33131-2399  
305.539.3300  
www.kl.com

P98000052253

VIA FEDERAL EXPRESS

Jan E. Blanck  
305.539.3364  
Fax: 305.358.7095  
jblanck@kl.com

November 9, 1999

Secretary of State of Florida  
Corporations Division - Amendments  
409 East Gaines Street  
Tallahassee, FL 32399

500003041525--6  
-11/10/99--01086--006  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

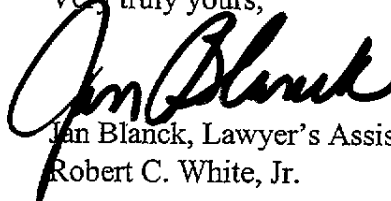
Re: Tacklemania.com, Inc.

Ladies and Gentlemen:

Enclosed for filing with your offices are Articles of Amendment, in duplicate, to the Articles of Incorporation of Tacklemania.com, Inc. Also enclosed is our check in the amount of \$43.75 in payment of filing fees and a certified copy. Please forward the certified copy of the Amendment to me.

Thank you for your cooperation with this matter.

Very truly yours,

  
Jan Blanck, Lawyer's Assistant to  
Robert C. White, Jr.

FILED  
99 NOV 10 AM 9:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

cc: Robert C. White, Jr.

nc

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION  
OF TACKLEMANIA.COM, INC., A FLORIDA CORPORATION**

In accordance with the terms of Section 607.1006 of the Florida Business Corporation Act, TackleMania.Com, Inc., a Florida corporation, hereby adopts the following amendment to its Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation (the "Corporation") is **FishingLife.Com, Inc.**

In accordance with Section 607.1003 of the Act, the foregoing amendment to the Articles of Incorporation was adopted by unanimous written consent of the shareholders and directors dated September 27, 1999, and therefore, the number of votes cast in favor of the amendment was sufficient for its approval.

**TackleMania.Com, Inc.,  
a Florida corporation**

By:   
David A. Raehpour, President

Date: September 27, 1999

FILED  
99 NOV 10 AM 9:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA