

P98000063429



UCC FILING & SEARCH SERVICES, INC.
526 East Park Avenue
Tallahassee, FL 32301
(850) 681-6528

HOLD

**FOR PICKUP BY
UCC SERVICES**

OFFICE USE ONLY (Document #)

718135

200002761792--5
-02/02/99--01051--004
*****43.75 *****43.75

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Active Sports USA Inc.

☐ Walk In

☐ Pick Up Time

☒ Certified Copy

☐ Mail Out

☐ Will Wait

☐ Photocopy

RUSH

☐ Certificate of Status

☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

Ordered By: _____

Date: _____

FILED
99 FEB -2 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 FEB -2 AM 10:42
DIVISION OF CORPORATION

2-2-99
CC

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
ACTIVE SPORTS USA, INC.

Pursuant to the provisions of Section 601.1006 of the Florida Business Corporation Act,
ACTIVE SPORTS USA, INC., a Florida corporation (the "Corporation"), adopts the following
articles of amendment to its Articles of Incorporation.

ARTICLE I

The name of the Corporation is: Active Sports USA, Inc.

ARTICLE II

Article 4 of the Corporation's Articles of Incorporation is deleted in its entirety and the
following is substituted in its stead:

The aggregate number of shares which the Corporation shall have authority to issue is Ten Million (10,000,000) shares of common stock, each of which is to have a par value of Zero Dollars and One Cent (\$0.01) per share. Upon the filing of this Articles of Amendment with the Secretary of State of the State of Florida, each share of common stock of the Corporation then outstanding shall, without any action on the part of the holder thereof, be changed into ten (10) shares of common stock of the Corporation. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

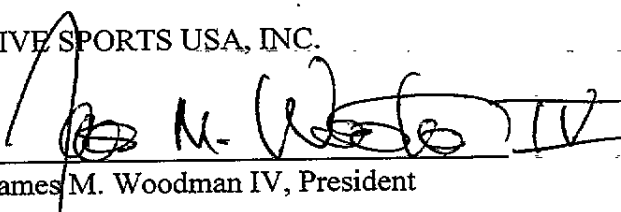
The undersigned hereby certifies that the foregoing amendment was duly approved and adopted by unanimous consent of the Board of Directors of the Corporation and the shareholders of the Corporation, in each case as of January 28, 1999.

FILED
99 FEB -2 PM 1:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to
the Articles of Incorporation of Active Sports USA, Inc. this 29 day of January, 1999.

ACTIVE SPORTS USA, INC.

By:


James M. Woodman IV, President