



THE UNITED STATES
CORPORATION
COMPANY

P98000086024

ACCOUNT NO. : 072100000032

REFERENCE : 017351 4346980

AUTHORIZATION : Patricia Pizut

COST LIMIT : \$ 43.75

ORDER DATE : November 2, 1998

ORDER TIME : 10:18 AM

ORDER NO. : 017351-005

CUSTOMER NO: 4346980

CUSTOMER: Ms. Felicia M. Twardoch
Kalish & Ward
101 East Kennedy Boulevard
4100 Barnett Plaza
Tampa, FL 33602

FILED
98 NOV - 2 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: ATHLETICA, INC.

EFFECTIVE DATE:

100002677571--7

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: Jeanine Reynolds

DIVISION OF CORPORATION

EXAMINER'S INITIALS:

CEASED

See 1/2

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
ATHLETICA, INC.**

FILED
98 NOV -2 PM 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ATHLETICA, INC., a corporation organized and existing under the laws of State of Florida (the "Corporation"), in order to amend its Articles of Incorporation in accordance with the requirements of Chapter 607, Florida Statutes, does hereby certify as follows:

1. The Articles of Incorporation of the Corporation were filed by the Secretary of State of the State of Florida on October 7, 1998.

2. The amendment to the Articles of Incorporation being effected hereby will completely delete Article 1 of the Articles of Incorporation as of the date hereof, and substitute in its place the Article 1 set forth below. As amended below, Article 1 of the Articles of Incorporation has the sole effect of changing the Corporation's name from "**ATHLETICA, INC.**" to "**SPORT DIVA, INC.**"

3. This amendment to the Articles of Incorporation was approved and adopted by the sole shareholder and the number of votes cast for the amendment by the sole shareholder was sufficient for approval. The date of adoption of the amendment was October 26, 1998.

4. These Articles of Amendment of the Articles of Incorporation shall be effective immediately upon filing by the Secretary of State of the State of Florida, and thereafter, the name of the Corporation shall be "**SPORT DIVA, INC.**" and Article 1 of the Articles of Incorporation of the Corporation shall read as follows:

ARTICLE 1 - NAME

The name of this Corporation shall be:

SPORT DIVA, INC.

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF ATHLETICA, INC.

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IN WITNESS WHEREOF, the Corporation has caused these Articles of
Amendment of the Articles of Incorporation to be executed by its President this 26th day
of October, 1998.

ATHLETICA, INC.

By: Carol Schneider
Carol Schneider, President

#92534