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February 8, 2001

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

RE: SCHNAUZER SPORTS OF SOUTH FLORIDA, INC.

600003678706--1
-02/14/01--01049--007
*****35.00 *****35.00

Dear Sir/Madam:

We enclose 2001 UBR for the above-referenced corporation and our check in the amount of \$150.00.

Also enclosed are Articles of Amendment to Articles of Incorporation together with our check in the amount of \$35.00.

Very truly yours,

HUNT, COOK, RIGGS, MEHR & MILLER, PA

By:

Betsy Courant

Betsy Courant,
Corporate Paralegal

/bc
encls.

FILED
01 FEB 13 PM 4:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

File: 00039091.

RC
FEB 13 2001

AMENDMENT TO THE ARTICLES OF INCORPORATION
OF SCHNAUZER SPORTS OF SOUTH FLORIDA, INC.

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Amendment to its Articles of Incorporation:

1. The name of the corporation is SCHNAUZER SPORTS OF SOUTH FLORIDA, INC.
2. The text of the Amendment to the Articles of Incorporation adopted is as follows:
- A. Article I is hereby deleted and the following inserted in place thereof:

ARTICLE I

The name of the corporation is Schnauzer Sports, Inc. The principal business address and mailing address of the corporation is: 623 East Atlantic Boulevard, Suite 6105, Pompano Beach, Florida 33060.

3. The Amendment was adopted February 1, 2001.
4. This Amendment was adopted by the sole director without shareholder action, as shareholder action was not required.

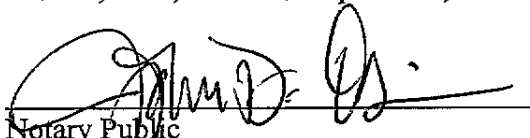
Executed and subscribed at Pompano Beach, Florida, on February 1, 2001.

SCHNAUZER SPORTS OF SOUTH FLORIDA, INC.

By: 
Jay O'Donnell, President

STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing Amendment to the Articles of Incorporation of Schnauzer Sports of South Florida, Inc., was acknowledged before me this 1st day of February, 2001, by Jay O'Donnell, as President of SCHNAUZER SPORTS OF SOUTH FLORIDA, INC., a Florida corporation, on behalf of the corporation.


Notary Public
My commission expires: