## SPORTMATES 5 Get in The Game P99000079810

May 11, 2000

100003253321--7 -05/15/00--01160--003 \*\*\*\*\*\*43.75 \*\*\*\*\*\*43.75

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

Att: Amendment Section

Dear sir or madam:

Enclosed please find a completed Articles of Amendment to Articles of Incorporation and our check in the amount of \$43.75 covering the filing fee and one certified copy of the Amendments.

I thank you in advance for your cooperation in this matter.

Sincerely,

Burton Horwitz President TARY OF STATE

M

T. LEWIS MAY 2 4 2000.

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



SPORTMATE, COM INC.

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)

SPORTMATE, COM INC. HEREBY CHANGES IT'S NAME TO SPORTMATES. COM, INC.

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:

THIRD:	The date of each amendment's adoption: MAY 11, 2000
FOURTH	: 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 voting group
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	Signed this $11^{\frac{7H}{}}$ day of $\frac{MAY}{}$ 2000.
Signatur	(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)
	OVRTON HORWITZ Typed or printed name
	PRESIDENT Title