

S 25653

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2001 NOV 21 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. ADLER TENNIS CORP.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

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-11/21/01-01035-004
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C. Coulliette NOV 21 2001

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
2001 NOV 21 AM 10:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Adler Tennis Corp.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicated article number(s) being amended, added or deleted)

Article VII - Directors

1. The number of directors of this Corporation shall be no less than (1).
2. The name and address of the each member of the First Board of Directors is as follows:

Paul Adler (P) 8325 SW 107 Avenue Unit C
Miami, FL 33173

SECOND: 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: October 15, 2001.

P.A.

FOURTH: Adoption of Amendment(s) (check one)

 x 1. The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

 2. The amendment was 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 sufficient for approval by _____
(voting group)

 3. The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

 4. The amendment was adopted by the incorporates without shareholder action and shareholder action was not required.

Signed this day _____ of _____, 2001.

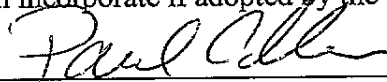
Signature this day _____
(By the Chairman or Vice Chairman of the Board of Directors, President or the officer if adopted by the shareholders)

OR

(By director if adopted by the directors)

OR

(By an incorporate if adopted by the incorporates)



Paul Adler

president