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AFFIDAVIT OF PUBLICATION for Corporation Commission

ARIZONA CAPITOL TIMES

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SPORTEX APPAREL OF ARIZONA, INC.

STATE OF ARIZONA)
County of Maricopa) ss

I, Ginger Lamb as Vice President and Publisher of the Arizona Capitol Times, am authorized as agent to make this affidavit of publication. Under oath, I state that the following is true and correct.

The Arizona Capitol Times is a newspaper which is published weekly, is of general circulation and is in compliance with Arizona Revised Statutes §§ 10-140.34 & 39-201.A & B. The notice will be/has been published 3 consecutive times in the newspaper listed above.

DATES OF PUBLICATION:
06/16/2006, 06/23/2006, 06/30/2006

THE NAME OF THE CORPORATION: AD-VANTAGE MARKETING, INC.
changing name to SPORTEX APPAREL OF ARIZONA, INC.

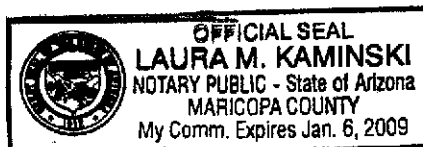
CORPORATE FILE NUMBER: 0972396-9

TYPE OF DOCUMENT: ARTICLES OF AMENDMENT AND MERGER

AUTHORIZED
SIGNATURE: _____

SUBSCRIBED AND SWORN TO BEFORE ME
ON THE 30th day of June, 2006

NOTARY SIGNATURE: _____



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ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

ARTICLES OF AMENDMENT AND MERGER MERGING WEK INVESTMENTS, INC. WITH AND INTO AD-VANTAGE MARKETING, INC.

Pursuant to Section 10-1105 of the Arizona Business Corporation Act (the "Act"), WEK Investments, Inc. ("WEK"), an Arizona corporation, and Ad-Vantage Marketing, Inc., an Arizona corporation ("Ad-Vantage"), hereby adopt the following Articles of Merger to merge WEK with and into Ad-Vantage, with Ad-Vantage being the corporation surviving the merger (the "Merger"):

FIRST: The Plan of Merger is attached hereto as Exhibit A and is being simultaneously filed with the Arizona Corporation Commission. EXHIBIT A. Plan of Merger. PLAN OF MERGER MERGING WEK INVESTMENTS, INC. WITH AND INTO AD-VANTAGE MARKETING, INC. This Plan of Merger has been prepared in accordance with Section 10-1101 of the Arizona Business Corporation Act. 1. Surviving Corporation. WEK Investments, Inc., an Arizona corporation ("WEK"), shall be merged (the "Merger") with and into Ad-Vantage Marketing, Inc., an Arizona corporation ("Ad-Vantage"). Ad-Vantage shall be the corporation surviving the Merger. 2. Rights and Obligations. The Merger shall be effective upon the filing of the Articles of Merger with the Arizona Corporation Commission (the "Effective Date"), and as of the Effective Date, Ad-Vantage shall possess and be subject to all the rights, privileges, powers, franchises, property (real, personal and mixed), restrictions, disabilities, duties and debts of WEK. 3. Officers. The officers of Ad-Vantage immediately prior to the Effective Date shall be the officers of Ad-Vantage as of and after the Effective Date, and each of them shall hold office until their respective successor is elected and qualified, or until their earlier resignation or removal. 4. Directors. The directors of Ad-Vantage immediately prior to the Effective Date shall be the directors of Ad-Vantage as of and after the Effective Date, and each of them shall hold office until their respective successor is elected and qualified, or until their earlier resignation or removal. 5. Bylaws. The Bylaws of Ad-Vantage that are in effect immediately prior to the Effective Date shall be the Bylaws of Ad-Vantage as of and after the Effective Date. 6. Articles of Incorporation. The Articles of Incorporation of Ad-Vantage that are in effect immediately prior to the Effective Date shall be the Articles of Incorporation of Ad-Vantage as of and after the Effective Date, except that the name of the surviving corporation shall be changed to Sportex Apparel of Arizona, Inc. 7. Exchange of Shares. Upon the Effective Date, by virtue of the Merger and without any action on the part of the sole shareholder of WEK, each issued and outstanding share of Common Stock of WEK shall automatically be cancelled and returned and shall cease to exist, and no consideration shall be delivered in exchange therefor. This Plan of Merger was adopted and approved by the written consent of the Board of Directors and Shareholders of Ad-Vantage and WEK as of May 8, 2006. Ad-Vantage Marketing, Inc., WEK Investments, Inc., By: /s/ Lawrence G. Deutsch, Title: Co-President and Co-Chief Executive Officer; By: /s/ William E. Kaverman, Title: Co-President and Co-Chief Executive Officer.

SECOND: The names of the corporations that are the parties to this merger are: WEK Investments, Inc., an Arizona corporation, Ad-Vantage Marketing, Inc., an Arizona corporation.

THIRD: The known place of business of Ad-Vantage, the surviving corporation, is 2020 West 4th Street, Tempe, Arizona 85281.

FOURTH: The name and address of the statutory agent of Ad-Vantage are Lawrence G. Deutsch, 2020 West 4th Street, Tempe, Arizona 85281.

FIFTH: The name of the surviving corporation is changed to Sportex Apparel of Arizona, Inc.

SIXTH: The designation, number of outstanding shares and

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number of votes entitled to be cast by each voting group entitled to vote separately on the Plan of Merger, are as follows: Name of Corporation: Ad-Vantage, Designation of Class or Series: Common, Number of Shares Outstanding: 1,000,000, Shares Entitled to Vote: 1,000,000; WEK, Common, 40,000, 40,000.

SEVENTH: The total number of votes cast for and against the Plan of Merger by the holders of the Common Stock (the only class of stock of the respective corporations issued, outstanding and entitled to vote) is sufficient for approval by all voting groups and is as follows: Name of Corporation: Ad-Vantage, Shares Voted For: 1,000,000, Shares Voted Against 0; WEK, 40,000, 0.

IN WITNESS WHEREOF, the undersigned officer, for and on behalf of Ad-Vantage Marketing, Inc., has executed these Articles of Merger as the 8th day of May, 2006. Ad-Vantage Marketing, Inc., By: /s/ Lawrence G. Deutsch, Title: Co-President and Co-Chief Executive Officer.

6/16, 6/23, 6/30, 2006 editions Arizona Capitol Times

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