

P98000075252

CORPORATE ACCESS, INC.

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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FILING *Amend*

- 1.) _____
(CORPORATE NAME & DOCUMENT #)
- 2.) *Smart Buy of the Palm Beaches, Inc.*
(CORPORATE NAME & DOCUMENT #)
- 3.) _____
(CORPORATE NAME & DOCUMENT #)
- 4.) _____
(CORPORATE NAME & DOCUMENT #)
- 5.) _____
(CORPORATE NAME & DOCUMENT #)
- 6.) _____
(CORPORATE NAME & DOCUMENT #)
- 7.) _____
(CORPORATE NAME & DOCUMENT #)
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(CORPORATE NAME & DOCUMENT #)
- 9.) _____
(CORPORATE NAME & DOCUMENT #)
- 10.) _____
(CORPORATE NAME & DOCUMENT #)

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-09/15/98--01031--017
*****35.00 *****35.00

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98 SEP 15 PM 1:05
SECRETARY OF STATE
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SPECIAL INSTRUCTIONS

Amend See 9/15

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
98 SEP 15 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SMART Buy OF THE PALM BEACHES, INC.

(present name)

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)

ADDING
ARTICLE VI:

KEN ORESKY IS APPOINTED
SECRETARY OF SMART Buy OF THE
PALM BEACHES, INC.

KEN ORESKY
216 N. MILITARY TRL.
WPB FL 33415

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: 9-14-98

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.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 14 of SEPTEMBER, 19 98

Signature Frances Adcock President
(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)

FRANCES ADCKOCK
Typed or printed name

INCORPORATOR, PRESIDENT
Title