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March 18, 2002

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

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-03/20/02--01037--011
*****35.00 *****35.00

Re: **Wesche Jewelers, Inc.**
Articles of Amendment to Articles of Incorporation
Changing Name to Woods & Associates, Inc.

Dear Sirs:

Enclosed are an original and one copy of the Articles of Amendment to the Articles of Incorporation of the above-referenced corporation, changing the corporation's name to Woods & Associates, Inc. Kindly file the original and return a date stamped copy to the undersigned in the envelope provided for your convenience.

Also enclosed is our check in the amount of \$35 to cover your filing fee.

Thank you for your assistance in this matter.

Sincerely,



Angela DiSalvo
Legal Assistant to
Patrick F. Healy, Esq.

/ads
Enclosures

MEL1 #474524 v1

N/C

V SHEPARD MAR 26 2002

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR 20 PM 12:39

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
WESCHE JEWELERS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR 20 PM 12:39

Pursuant to Section 607.103, Florida Statutes, WESCHE JEWELERS, INC., a Florida corporation, hereinafter called the "corporation" hereby amends its Articles of Incorporation as follows:

1. Article I of the Articles of Incorporation is hereby amended to read as follows:

ARTICLE I.
NAME

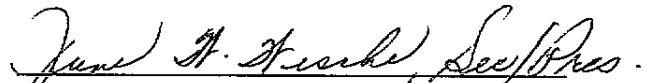
The name of this corporation is: WOODS & ASSOCIATES, INC.

2. The shareholders at the direction of the corporation acting pursuant to Section 607.0704, 607.0821 and 607.1003, Florida Statutes, have executed a written consent adopting the foregoing amendment.

3. The voting group entitled to vote on the foregoing amendment is the holders of common shares of the corporation. The number of votes cast in favor of the amendment were one hundred (100) of the one hundred (100) common shares eligible to vote. The number of votes cast for such amendment by such voting group was unanimous and thus sufficient for approval by such voting group.

4. The foregoing amendment shall become effective upon the filing of these Articles of Amendment with the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, these Articles of Amendment have been executed
on behalf of the corporation this 15th date of March, 2002.


June W. Wesche, Secretary/President