LAW OFFICES

SMITH, HOOD, PERKINS, LOUCKS, STOUT & ORFINGER, P. A.

HORACE SMITH, JR., P.A. CHARLES D. HOOD, JR. TERENCE R. PERKINS WILLIAM E. LOUCKS LARRY R. STOUT MICHAEL S. ORFINGER ERIC K. NEITZKE, P.A. CLAY L. MEEK JEFFREY E. BIGMAN K. JUDITH LANE DÁVID M. BARR JEFFREY P. BROCK TAMARA R. WENZEL

POST OFFICE BOX 15200 DAYTONA BEACH, FLORIDA 32115-5200

444 SEABREEZE BOULEVARD SUITE 900 DAYTONA BEACH, FLORIDA 32118-3953 Telephone (904) 254-6875 Facsimile (904) 257-1834

> HARRY G. McCONNELL Of Counsel:

April 6, 2001

Florida Department of State Corporate Division P.O. Box 6327 Tallahassee, FL 32304

S. M. Carlton, Inc./Document number 656815 Re:

600004011296--7 -04/16/01--01070--017 ******43.75 *****43.75

Dear Ladies and Gentlemen:

Enclosed for filing are the executed Articles of Amendment to the Articles of Incorporation for S. M. Carlton, Inc. with document number 686815. When the Articles have been filed, I would appreciate receiving a certified copy, indicating the filing date. I have included a photocopy of the proposed Articles of Amendment for that purpose.

My firm's check in the amount of \$35.00 is enclosed to cover the filing fee expense.

Thank you for your attention to this matter.

Mr. Floward M. Carlton, w/enc.

Amero

APR 1 3 2001

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> HARRY G. McCONNELL Of Counsel:

April 11, 2001

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

Attention: Susan Payne

Re: S. M. Carlton, Inc./Document number 656815

Dear Ms. Payne:

Per our telephone conversation this morning, enclosed is a firm check in the amount of \$43.75 concerning the filing fee and certified copy fee for the Amendment to the Articles of Incorporation for S. M. Carlton, Inc. previously sent to you. Thank you for contacting me concerning this matter and I would appreciate it if you could return the \$6.00 check that was erroneously mailed with the original documents. Please call if you have questions.

Very truly yours,

Julia A. Rademacher,

Secretary to Larry R. Stout

JAR:jar

Enclosure as stated

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF S. M. CARLTON, INC.

Pursuant to the provisions of Chapter 607.1006 of the Florida Statutes, the Articles of Incorporation of S. M. Carlton, Inc., a Florida corporation with charter number 656815 are hereby amended in the following particulars with respect to Article 4, which Article is hereby amended in its entirety to read as follows:

<u>ARTICLE 4</u> CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock at a par value of \$1.00 per share, all of which shall be fully paid and non-assessable.

CERTIFICATE

I hereby certify that the above and foregoing Amendment to the Articles of Incorporation of S. M. Carlton, Inc., a Florida corporation, was duly approved by all of the shareholders of the corporation (the number of votes cast being sufficient for approval), and by the Board of Directors of said corporation, all as required by law on April 2, 2001.

IN WITNESS WHEREOF this document has been executed by its duly authorized officer and sealed with the official seal of this corporation on April 2, 2001.

Howard M. Carlton, President

STATE OF FLORIDA COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me on April 2, 2001, by Howard M. Carlton, the President of S.M. Carlton, Inc., a Florida corporation, on behalf of the corporation. He is (check one) [1] personally known to me or [1] has produced his Florida driver's license as identification.

Notary Public, State of Florida at Large

OI APR 12 PM 4: 02
SECRETARY OF STATE