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From **FREDRICK L. RICE**
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3/9/98

MEMO TO: **THELMA LOUIS**
Merger Section of
Corporations Division

Re: **STSS Management, Inc.**
Amendment to Articles of
Incorporation/and Merger
with **Stevens, Thomas,**
Schemer & Sparks, P. A.

Enclosed is the Articles of
Amendment to Articles of Incorporation
of **STSS Management, Inc.**, together
with my firm check of \$35.00 to
cover the filing of the same.

THANK YOU FOR ALL OF YOUR COURTESIES
AND EFFICIENT HELP REGARDING THIS
MATTER. Please call me if you
require anything else.

Sincerely,



Fredrick L. Rice

ER(S), (if known):

ment #)

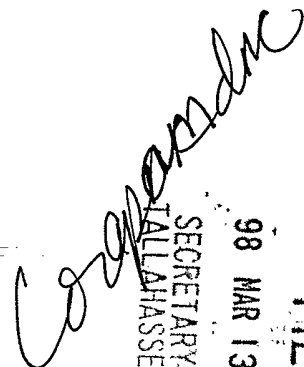
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Certified Copy

Certificate of Status



98 MAR 13 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

MAR 13 1998

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials

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3/11/98

MEMO TO: THELMA

Merger Section of Corporations
Division

Re: STSS Management, Inc.-
Amendment to Articles of
Incorporation/and Merger
with Stevens, Thomas,
Schemer & Sparks, P.A.

Enclosed is the Articles of
Amendment to Articles of Incorporation
which we discussed today. I hope
this satisfies all of the technical
requirements. If not, feel free
to call me. Thanks for your help.

Fredrick L. Rice

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

98 MAR 13 AM 9:01
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STSS MANAGEMENT, 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)*

ARTICLE I

The name of this corporation is changed from STSS MANAGEMENT, INC., to STSS MANAGEMENT, P. A.

ARTICLE II

The general nature of the business to be transacted by this corporation is changed from providing management services, labor and the use of real and personal property to the public, to rendering professional public accounting services as a professional service corporation formed for the purpose of practicing public accounting, including certified public accounting, and to do any and all things incidental thereto and which are not prohibited by the laws of the State of Florida or the United States of America.

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: March 1, 1998

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 9th day of March, 1998

Signature G. Allen Sparks G. Allen Sparks, 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)

G. Allen Sparks
Typed or printed name

President
Title