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(Requestor's Name)

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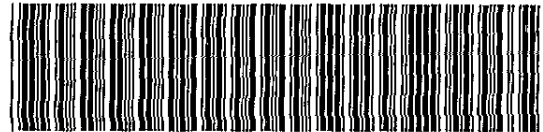
(Business Entity Name)

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FILED
05 APR -8 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/19/05
Amend
38

March 17, 2005

Florida Dept. Of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

Subj: Amendment for 3SM, INC.
Dear Sir:

Enclosed please find the following:

1. The original and one copy of the Amendment to Articles of Incorporation for the subject corporation.
2. A check in the amount of \$35.00 to cover the filing fees for the Amendment to the existing Articles.

Kindly acknowledge filing of this Amendment to the Articles of incorporation, in compliance with Florida law and return the certified copy of the Amendment to the Articles of Incorporation to the undersigned at Atlantic Nonlawyer Services, Inc., 1592 N. Hwy A1A, Satellite Beach, FL 32937. (321) 773-2020.

Thank you for your assistance in this matter.



Raymond J. Nau

AMENDMENT TO ARTICLES
TO
ARTICLES OF INCORPORATION
OF

3SM, INC.

ARTICLE I.

The name of the Corporation is 3SM, INC., was duly incorporated as of May 14, 2003 by the State of Florida.

ARTICLE VI

The street address in Florida of the registered office of this Corporation is 280 Wilson Avenue, Satellite Beach, Florida 32937 and the name of the registered agent at that address is DONALD W. WOOD. The address of the Corporation is 280 Wilson Avenue, Satellite Beach, Florida 32937.

ARTICLE VIII

The name and address of the officer of the Corporation is as follows:

DONALD W. WOOD
280 Wilson Avenue
Satellite Beach, Florida 32937

ARTICLE VIII

The name and address of the director of the Corporation is as follows:

DONALD W. WOOD
280 Wilson Avenue
Satellite Beach, Florida 32937

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TALLAHASSEE, FLORIDA

The Director and Shareholders wish to accept the resignation of RAYMOND J. NAU, BRODERICK BOLTON, and DOUGLASS A. PERSON as Directors, and Shareholders, of the Corporation effective December 31, 2004.

The Director, and Shareholder of the Corporation wish to accept the resignation of RAYMOND J. NAU as Registered Agent effective December 31, 2004.


DONALD W. WOOD of 280 Wilson Avenue, Satellite Beach, Florida 32937 shall be the Director, Officer, President and Registered Agent for the Corporation effective December 31, 2004.

The Directors, Shareholders and Officers adopt this amendment effective at their Special Meeting dated December 31, 2004.

The effective date of the adoption by the Directors, Shareholders and Officers of the above mentioned Amendments was December 31, 2004.

All other Articles unchanged.

IN WITNESS WHEREOF, the undersigned has executed this Amendment
on the 14TH day of March, 2005 in Satellite Beach, Florida.


RAYMOND J. NAU
Director, Officer-President
Registered Agent

STATE OF FLORIDA
COUNTY OF BREVARD

Before me personally appeared RAYMOND J. NAU who has SWORN
TO AND SUBSCRIBED before me this 14TH day of March, 2004, to be
the person who executed this Amendment, and he acknowledged
before me that he executed this Amendment for 3SM, INC., on
behalf of the Corporation and has presented as identification.



Danielle V. Puckett
Commission #DD262058
Expires: Oct 26, 2007
Bonded Thru
Atlantic Bonding Co., Inc.


Notary Public


DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034, Florida Statutes, the following is submitted:

That 3SM, INC., under the laws of the State of Florida, with its principal office at 280 Wilson Avenue, Satellite Beach, Florida 32937, has named DONALD W. WOOD, located at 280 Wilson Avenue, Satellite Beach, Florida 32937, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.



DONALD W. WOOD
Registered Agent