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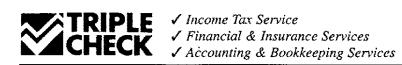


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320 Osceola Avenue Jacksonville Beach, FL 32250 Phone 904/241-2533 Fax: 904/241-1604 www.triplechecktax.com

February 20, 2004

Department of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

> Re: SMP ENTERTAINMENT GROUP, INC.

To Whom It May Concern:

The enclosed "Articles of Amendment" are submitted to change the officers of the above referenced corporation. Check #9512 is enclosed for State fees. If you need to speak with me concerning this document please call (904) 241-2533. Please return all correspondence concerning this matter to the following:

> Triple Check Income Tax Service, Inc. 320 Osceola Avenue Jacksonville Beach, FL 32250

Sincerely,

red Copeland Heather Copeland

Enclosures: Articles- 1 set of 1 Check #9512

ARTICLES OF AMENDMENT

OF

SMP ENTERTAINMENT GROUP, INC.

ARTICLE I - NAME

The name of the corporation is:

SMP ENTERTAINMENT GROUP, INC.

ARTICLE II - TEXT

Pursuant to the Florida General Corporation Act, Chapter 607 of the Florida Statutes, specifically paragraph 607.1006, the aforementioned corporation desires to amend its original Articles of Incorporation by **changing the officers of the corporation**.

ARTICLE III- NATURE OF BUSINESS

The specific nature of business to be transacted by this corporation is to engage in services and activities associated with decision making in the public and private sector.

ARTICLE IV - REGISTERED AGENT

The registered agent will remain to be Gary P. Rogers, Jr. of 105 14th Avenue South, Suite #2 in Jacksonville Beach, Florida 32250.

Signature_

Gary P. Rogers, or

ARTICLE V- OFFICERS

The officers of the corporation are:

Michael Moore P	105 14 th Avenue South, Suite #2 Jacksonville Beach, Florida 32250
Gary P. Rogers, Jr. VP	105 14 th Avenue South, Suite #2 Jacksonville Beach, Florida 32250
Roger G. Wadford VP	105 14 th Avenue South, Suite #2 Jacksonville Beach, Florida 32250
Jason M. Reeves VP	105 14 th Avenue South, Suite #2 Jacksonville Beach, Florida 32250
Markus Ribas VP	105 14 th Avenue South, Suite #2 Jacksonville Beach, Florida 32250
Randolph W. Rogers VP	105 14 th Avenue South, Suite #2 Jacksonville Beach, Florida 32250

ARTICLE VI - AUTHORITY

This amendment was adopted by the provisions of the original Articles of Incorporation wherein said amendment has been voted on and approved by the undersigned the Directors and the shareholders at a Shareholders' meeting held on February 2, 2004.

ARTICLE VII – EFFECTIVE DATE

The effective date of this Amendment shall be February 2, 2004

lichael Moore, President