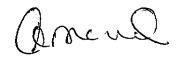
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DIVISION OF CARPOLATION

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SECNETAEY OF STATE ALLAHASSEE, FLORID

Robert A. Pierce/Donna Marie Walt Ausley & McMullen	ers			
Requestor's Name				
227 S. Calhoun Street				
Address				
Tallahassee, FL 32301 425	allahassee, FL 32301 425-5457			
City/State/Zip	Phone #	Office Use Only		
CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):				
Smith Holdings, Inc.		P92000012615		
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NEW FILINGS	AMENDMENTS			
Profit	Amendment			
<u></u>	Not for Profit Resignation of R.A., Officer/Director			
☐ Limited Liability ☐	Change of Registered Agent			
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Other	Merger			
OTHER FILINGS	REGISTRATION	QUALIFICATION		
☐ Annual Report ☐	Foreign	· · · · · · · · · · · · · · · · · · ·		
☐ Fictitious Name ☐	Limited Partnership			
•	Reinstatement			
<u> </u>	Trademark			
	Other			
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AUSLEY & MCMULLEN

ATTORNEYS AND COUNSELORS AT LAW

227 SOUTH CALHOUN STREET
P.O. BOX 391 (ZIP 32302)
TALLAHASSEE, FLORIDA 32301
(850) 224-9115 FAX (850) 222-7560
Writer's Direct Line: (850) 425-5457

January 12, 2004

Secretary of State 409 East Gaines Street Tallahassee, Florida 32301

VIA HAND DELIVERY

Re:

Smith Holdings, Inc.

Dear Madam/Sir:

Enclosed are an original and one copy of the Articles of Amendment to Articles of Incorporation of Smith Holdings, Inc., a Florida corporation, by which the corporation is increasing its authorized capital stock. Also enclosed is this firm's check in the amount of \$43.75, comprised of a \$35.00 filing fee and an \$8.75 certified copy fee.

Please do not hesitate to phone our office if you have any questions. We will have our messenger return to pick up the certified copy and the certificate of filing, if you will be so kind as to call me at 425-5457 to let me know they are ready.

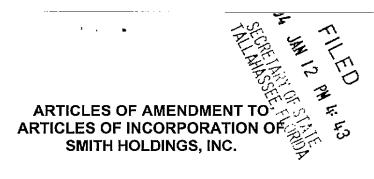
Thank you in advance for your usual assistance in these matters.

Sincerely,

Donna Marie Walters

Legal Assistant

/dmw
Enclosures
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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:

1. Article III of the Articles of Incorporation is amended to read:

ARTICLE III

The authorized capital stock of this Corporation shall consist of One Thousand (1,000) shares of voting common stock with a par value of Ten Dollars (\$10.00) per share. The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights of first refusal, buy and sell agreements, or any other lawful form of agreements.

2. Pursuant to Sections 607.1003, 607.1004, and 607.1006, Florida Statutes, and in accordance with the Articles of Incorporation of the Corporation, by unanimous vote the Shareholders holding shares of the Corporation's common stock authorized and consented in writing on October 13, 2003, to the filing of these Articles of Amendment to Articles of Incorporation. The unanimous vote of Shareholders was sufficient for approval.

Signed this 15 day of October, 2003.

SMITH HOLDINGS, INC.

Douglas W. Smith

Its President