J. C. O'STEEN

177 SALEM COURT TALLAHASSEE, FLORIDA 32301

April 23, 1998

State of Florida Secretary of State Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

500002497215---04/23/38--01001--027 *****35.00 *****35.00

FAX (850) 877-6514

Dear Sir/Madam:

Enclosed for filing are Articles of Amendment of Southern Communications Product, Inc. a Florida corporation. The purpose of the Amendment is to change the name of the corporation to Southern Consulting and Management, Inc.

Also enclosed is a Transmittal Letter and Application by Foreign Corporation for Authorization to Transact Business in The application is filed on behalf of Southern Communications Products, Inc., an Arizona corporation.

Checks for the applicable filing fees are enclosed. Your assistance in filing these documents is appreciated.

Sincerely,

C. O'Steen

Nante JCO/cdmj

Enclosures

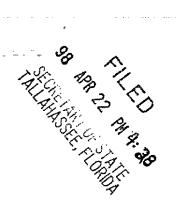
cc: Wallace E.

Dave M. Upcate Gomez

Verifyer Acknowlet gentent

W.P. Verityer

7-1028



ARTICLES OF AMENDMENT

OF

SOUTHERN COMMUNICATIONS PRODUCTS, INC.

- 1. The name of the corporation is SOUTHERN COMMUNICATIONS PRODUCTS, INC.
- 2. ARTICLE I. of the Articles of Incorporation of SOUTHERN COMMUNICATIONS PRODUCTS, INC. is hereby amended to read as follows:

ARTICLE I. Name of Corporation

The name of the corporation is SOUTHERN CONSULTING & MANAGEMENT, INC.

3. The foregoing amendment was adopted by the Directors of this corporation and approved by all of the Shareholders of the Corporation on April 6, 1998.

IN WITNESS WHEREOF, the undersigned of this corporation has executed these Articles of Amendment this $6^{\rm th}$ day of April, 1998.

WALLACE E. SAPP

President/Director/Shareholder

STATE OF FLORIDA

COUNTY OF LEON

Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared WALLACE E. SAPP, personally known by me to be the person who executed the foregoing Articles of Amendment, and he acknowledged before me that he executed those Articles of Amendment.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this (day of April, 1998.

Notary Public

My Commission Expires:

EDNA M. SAPP

Secretary/Director/Shareholder

STATE OF FLORIDA

COUNTY OF LEON

Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared EDNA M. SAPP, personally known by me to be the person who executed the foregoing Articles of Amendment, and she acknowledged before me that she executed those Articles of Amendment.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this day of April, 1998.

Notary Public

My Commission Expires: