

P95000041961

December 27, 1996

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

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-01/03/97--01030--011
*****35.00 *****35.00

RE: Name Change
Document Number P95000041961

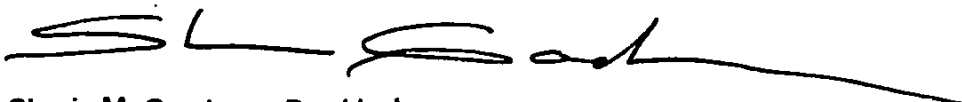
*Name Change
Amendment*

Dear Sirs:

Enclosed please find the Articles of Amendment to Articles of Incorporation of Public Payphone Distributors, Inc. along with the appropriate filing fee. Please acknowledge this filing as soon as possible.

Thank you in advance for your anticipated courtesy and cooperation.

Sincerely,



Shevin M. Goodman, President

SMG/sw

FILED
97 JAN -2 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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|---------------|---------|
| NAME | ADL |
| ADDRESS | 1/10/97 |
| DATE | ADL |
| EXPIRATION | ADL |
| FEES | ADL |
| OFFICE | ADL |
| VERIFIER | ADL |
| ACTION | ADL |
| W.P. Verifier | ADL |

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PUBLIC PAYPHONE DISTRIBUTORS, INC.**

FILED
97 JAN -2 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this corporation adopts the following articles of amendments to its articles of incorporation:

- FIRST:** The name of this corporation shall be changed to SMG Consulting Corporation.
- SECOND:** The address for this corporation shall be changed to 20801 Biscayne Boulevard, Suite 424, Aventura, Florida 33180.
- THIRD:** The date of the adoption of this amendment is the 27th day of December, 1996.
- FOURTH:** Shareholder action was not required for these Articles because no shares of stock have been issued, this amendment was adopted by the President.
- FIFTH:** This amendment shall be effective upon the filing of these Articles of Amendment of Incorporation with the Secretary of State of Florida.

Signed this 27th day of December, 1996.


Shevin M. Goodman, President