P970000447/3 STEIN, FORD, SCHAAF & TOWZEY, L.L.P.

501 FIRST AVENUE NORTH
SUITE 1000
St. Petersburg, Florida 33701

HENRY A. STEIN HARVEY A. FORD PAUL A. NELSON GARY M. SCHAAF PHYLLIS J. TOWZEY SARAH E. WILLIAMS

June 3, 1999.

TELEPHONE: 727-894-4333

FACSIMILE: 727-894-0175

Florida Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314 700002897077--3 -06/07/99--01137--019 *****35.00 *****35.00

RE: Amendment to Articles of Incorporation of S.M.S. Computer Wholesale, Inc.

Dear Sir or Madam:

I enclose one (1) original and one (1) copy of the Articles of Amendment in connection with the referenced corporation. Please file these Articles and return one certified copy to this office in the enclosed envelope.

I also enclose this firm's check made payable to the Florida Department of State in the amount of \$35.00 in payment of the required filing fees.

If you have any questions with respect to this matter, please do not hesitate to contact us.

Very truly yours,

Harvey A. Ford

HAF/rmh Enclosures FILED

JUN -7 PN 4: 3

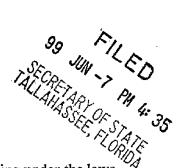
CRETARY OF STATE

TANASSEE EL CARE

Amend

T. LEWIS JUN 1 1 1999.

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF S.M.S. COMPUTER WHOLESALE, INC.



- (1) Appointing Marybeth Sheridan, as Registered Agent for the Corporation, whose address is 13744 Plainview Road, Odessa, Florida 33556.
- (2) The Corporation's registered address is changed to:

13744 Plainview Road Odessa, Florida 33556

All other provisions of the Articles of Incorporation shall remain in full force and effect and shall not be modified hereby.

The foregoing action was duly approved by the unanimous vote of the Shareholders at the initial meeting of the incorporator and subscriber to the Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has set his hand and seal as a duly authorized act of the Corporation this ______ day of November, 1998.

S.M.S. COMPUTER WHOLESALE, INC.,

a Florida corporation

Marybeth Sheridan,

President

(Corporate Seal)

Page 1 of 2

I am familiar with and accept the du corporation.	ties and responsibilities as registered agent for said
November	Marybeth Sheridan, Registered Agent of S.M.S. COMPUTER WHOLESALE, INC.
1998, by Marybeth Sheridan, as President corporation, on behalf of the corporation.	owledged before me this