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BOCA RATON, FLORIDA 33432

FLORIDA & NEW YORK BARS

407 - 394 - 2321

April 5, 1999

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

Re: AD-OP, Inc.
Articles of Amendment of Articles of Incorporation
Name Change

Dear Sir or Madam:

Enclosed please find Articles of Amendment of Articles of Incorporation, together with a check in the amount of \$35.00 as the filing fee, submitted on behalf of the above referenced Corporation.

Should you have any questions concerning this matter, please do not hesitate to call. Thank you for your cooperation in this matter.

Sincerely,



Brian W. Broad

BWB/sm
98-673/ltrchgmn
Enclosures; Check No. 3290
cc: AD-OP, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
AD-OP, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1001, Florida Statutes, the Articles of Incorporation of the above named corporation are amended as follows:

1. Article I is amended to read as follows:

ARTICLE I - NAME

The name of this corporation is: SDM HOLDINGS INC.

2. Pursuant to section 607.1003, Florida Statutes, the foregoing amendment was unanimously approved by the Shareholders and the Board of Directors of the Corporation and adopted the 26th March, 1999.

IN WITNESS WHEREOF, the undersigned corporate officer has executed these Articles of Amendment of Articles of Incorporation on the date of signing.

Date: 4-6-99


James O. Gottlieb, Secretary