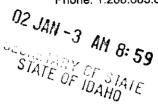


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12/19/01

Office of the Secretary of State 700 West Jefferson - Basement West P.O. Box 83720 Boise, Idaho 83720-0080

FILED/EFFECT: C13703-1

Re: Registered Agent / Officer Change

Dear Secretary of State:

This correspondence is to notify the State of Idaho regarding SMe Consulting, Inc. change in Officers and Registered Agent.

Mr. James E. Boyer, Registered Agent and Secretary, of SMe Consulting, Inc. will no longer be residing as the Registered Agent or Secretary. Mr. Boyer has relinquished his 40% of the company stock and his currently held positions to Mr. Jimmy R. Grissom.

Mr. Jimmy R. Grissom will reside as SMe Consulting, Inc.'s Registered Agent and Secretary.

This change in officers will take affect immediately, this 19th day of December 2001.

Respectfully yours,

President, Ramona C. Grissom

Dated: 12-19-01

Enclosed: Statement of Change of Registered Agent/Office