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FLORIDA DIVISION OF CORPORATIONS
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NAME: R.L. SCHREIBER, INC.
AUDIT NUMBER.....H96000018000
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TALLAHASSEE, FLORIDA

H96000018000

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
R.L. SCHREIBER, INC.

FILED
96 DEC 26 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following provision of the Articles of Incorporation of R.L. SCHREIBER, INC., a Florida corporation ("Corporation"), filed with the Department of State on January 26, 1968, as amended, Charter Number 325704, is hereby amended as shown below:

Article III of the Articles of Incorporation of this Corporation is amended to read in its entirety as follows:

ARTICLE III

The total authorized capital stock of this Corporation shall consist of One Hundred (100) shares of Class A Voting Common Stock, par value \$.01 per share, and Thirty Thousand (30,000) shares of Class B Non-Voting Common Stock, par value \$.01 per share. The holders of Class A Voting Common Stock shall be entitled to vote on all matters submitted to a vote of shareholders of the Corporation and shall be entitled to one vote per share of Class A Voting Common Stock then outstanding and of record in his, her or its name on the books of the Corporation. The holders of Class B Non-Voting Common Stock shall not be entitled to vote on any matters submitted to a vote of shareholders of the Corporation except as required under the Florida Business Corporation Act. In all other respects, the Class A Voting Common Stock and Class B Non-Voting Common Stock shall have equal rights with respect to all distributions and rights upon the liquidation of the Corporation.

The foregoing amendment was adopted by a Corporate Action by all of the shareholders and all the Directors of this Corporation, as of December 23, 1996.

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

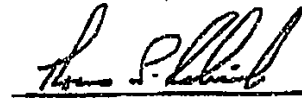
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IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment as of December 22, 1996.

R.L. SCHREIBER, INC.

By:



Thomas L. Schreiber, President

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

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State of Florida



Department of State

CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for J.A. VALLS CONSTRUCTION, INC., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of December 20, 1996 for failure to file the required annual report(s), as required by law.

The document number of this corporation is 332622.

332622

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capitol, this the
Twentieth day of December, 1996



CR2EO22 (2-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State