

389182

CRARY, BUCHANAN, BOWDISH, BOVIE, LORD & ROBY
CHARTERED

ATTORNEYS AT LAW

EVANS CRARY (1905-1968)
EVANS CRARY, JR.
WILLIAM F. CRARY
LARRY E. BUCHANAN
JAMES L. S. BOWDISH †
GEORGE F. BOVIE, III
LAWRENCE EVANS CRARY III
WILLIAM F. CRARY II
ROBERT L. LORD, JR. §
WILLIAM L. ROBY †
R. MICHAEL CRARY
LEIGH A. WILLIAMS
STEVEN D. BERES *

JOSEPH NEGRON, JR.
JEFFREY F. THOMAS †

REPLY TO:

STUART

* BOARD CERTIFIED IN WILLS,
TRUSTS & ESTATES LAW
† BOARD CERTIFIED IN
FAMILY & MARITAL LAW
‡ BOARD CERTIFIED
CIVIL TRIAL LAWYER
§ BOARD CERTIFIED IN
HEALTH LAW
◇ BOARD CERTIFIED IN
BUSINESS LITIGATION

December 8, 1997

Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, Florida 32314

Re: Kirchman Construction Co.

800002369158--9
-12/11/97--01019--013
*****35.00 *****35.00

Gentlemen:

Enclosed for filing please find an Amendment to Articles of Incorporation of Kichman Construction Co. and our check in the sum of \$35.00.

Thank you for your assistance and if you have any questions, please feel free to call.

Sincerely,

Rosemary Meisenzahl
Legal Assistant to
Steven D. Beres

FILED
97 DEC 11 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

/rm
Enclosure

Amend

TLL DEC 15 1997

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
KIRCHMAN CONSTRUCTION CO.

FILED
97 DEC 11 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the president and secretary, respectively, of KIRCHMAN CONSTRUCTION CO., a Florida corporation, do hereby certify that pursuant to provisions of Chapter 607 of the FLORIDA STATUTES (1995), the Board of Directors of KIRCHMAN CONSTRUCTION CO., resolved to amend the Articles of Incorporation of KIRCHMAN CONSTRUCTION CO., at a special meeting of the said Board of Directors and Stockholders of said corporation, held on the 3rd day of December, 1997, with a quorum being present, at which time the following amendment to the Articles of Incorporation was unanimously approved by the Board of Directors and the Shareholders of the Corporation, viz.

1. ARTICLE III shall hereafter read as follows:

"The number of shares of stock which this corporation may issue shall be TEN THOUSAND (10,000) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share."

IN WITNESS WHEREOF, the undersigned President of the Corporation has set his hand and seal of the corporation this 3rd day of December, 1997.

(CORPORATE SEAL)

Attest:

Linda R. Kirchman

By: Linda R. Kirchman
Its: Secretary

Ronald E. Kirchman

By: Ronald E. Kirchman
Its: President

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 3rd day of December, 1997 by RONALD E. KIRCHMAN, as President of Kirchman Construction Co., (PLEASE CHECK ONE OF THE FOLLOWING) [] who is personally known to me or [] who has produced _____ (TYPE OF IDENTIFICATION) as identification and who (PLEASE CHECK ONE OF THE FOLLOWING) [] did or [] did not take an oath.

Nancy J. Finn

NOTARY PUBLIC

Print name: Nancy J. Finn

My commission expires: May 16, 2000

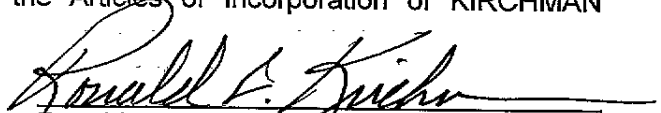
(NOTARY SEAL)



Nancy J. Finn
MY COMMISSION # CC538658 EXPIRES
May 16, 2000
BONDED THRU TROY FAIR INSURANCE, INC.
Amendment to Articles of Incorporation of
Kirchman Construction Co.

CONSENT

I, RONALD E. KIRCHMAN, as the sole stockholder of KIRCHMAN CONSTRUCTION CO., hereby consent to the above amendment to the Articles of Incorporation of KIRCHMAN CONSTRUCTION CO.


Ronald E. Kirchman, as sole shareholder