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BASIC AMENDMENT

WELBRO CONSTRUCTORS, INC.

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ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
WELBRO CONSTRUCTORS, INC.

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Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Article I - Name

The name of the corporation is **Welbro Constructors, Inc.** (hereinafter referred to as the "Corporation").

Article II - Adoption and Text of Amendments

The sole director of the Corporation has approved a resolution amending Articles I, V and VI of the Articles of Incorporation by written consent dated the 10 day of June, 2004, in accordance with the provisions of Section 607.0821 of the Florida Statutes, and the sole shareholder of the Corporation has approved a resolution amending Articles I, V and VI of the Articles of Incorporation by written consent dated the 10 day of June, 2004, in accordance with the provisions of Section 607.0704 of the Florida Statutes. The following is a true and correct copy of the resolution amending Article I of the Articles of Incorporation:

RESOLVED, that Article I of the Articles of Incorporation of the Corporation be amended in its entirety to read as follows:

"ARTICLE I - NAME

The name of this corporation shall be **WP III, Inc.**"

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FURTHER RESOLVED, that Article V of the Articles of Incorporation of the Corporation be amended in its entirety to read as follows:

"ARTICLE V - REGISTERED OFFICE AND AGENT

The address of the registered office is 1821 S. Orange Blossom Trail, Apopka, Florida 32703, and the name of the registered agent at said address is HAROLD J VON WELLER III."

FURTHER RESOLVED, that Article VI of the Articles of Incorporation of the Corporation be amended in its entirety to read as follows:

"ARTICLE VI - BOARD OF DIRECTORS

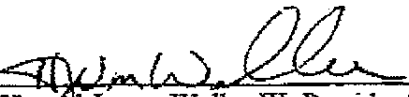
This corporation shall have one (1) director. The number of directors may either be increased or diminished from time to time by the Bylaws but shall never be less than one (1). The name and address of the sole director of this Corporation is HAROLD J. VON WELLER III, 1821 S. Orange Blossom Trail, Apopka, Florida 32703."

Article III - Effective Date of Amendment

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing the Articles of Amendment to the Articles of Incorporation with the Secretary of State of the State of Florida.

Dated this 10 day of June, 2004.

WELBRO CONSTRUCTORS, INC.

By: 
Harold J. von Weller III, President

06/11/2004 11:24 FAX 407 4231831

DEAN MEAD ORLANDO

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REGISTERED AGENT ACCEPTANCE

Having been named as registered agent for the above mentioned Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of, Section 607.0505 of the Florida Statutes.

Signature: _____


Harold J. von Weller III, Registered Agent

Date: June 10, 2004

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