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Examiner's Initials



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 26, 1998

C.E.C. HOLDINGS, INC. 6044 GLENDALE DRIVE BOCA RATON, FL 33433

SUBJECT: METROPOLITAN ROOF SYSTEMS, INC.

Ref. Number: P97000004049

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

If you have any questions concerning the filing of your document, please call (850) 487-6916.

Carol Mustain Corporate Specialist

Letter Number: 698A00010861

ARTICLE OF AMENDMENT TO ARTICLE OF INCORPORATION OF METROPOLITAN ROOF SYSTEMS, INC.



Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following article of amendment to its articles of incorporation:

FIRST: Amendment adopted:

Article I shall be amended, changed and altered.

The name of this corporation shall henceforth be C.E.C. Holdings, Inc.

SECOND: The date of this amendment adoption is February 20, 1998.

THIRD: Adoption of Amendment

The amendment was approved by the shareholders.

The number of votes cast for the amendment was sufficient for approval.

Signed this 20th day of February, 1998.

Signature:

Christopher Cury, Chairman of the Board of Directors