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ACCOUNT NO. : 072100000032
REFERENCE : 642944 4301893
AUTHORIZATION
COST LIMIT : *Patricia Pignatelli* \$ 89.50

FILED
97 DEC 31 PM 3:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : December 19, 1997
ORDER TIME : 8:53 AM
ORDER NO. : 642944-010
CUSTOMER NO: 4301893
CUSTOMER: Susan Fields, Legal Asst
Reid & Priest L L P
40 West 57th Street
New York, NY 10019

500002386785--1

File
2nd

DOMESTIC AMENDMENT FILING

NAME: MCDEVITT STREET BOVIS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban
EXAMINER'S INITIALS: _____

RECEIVED
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

N/C

98 DEC 31 1997

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
97 DEC 31 PM 3:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

MCDEVITT STREET BOVIS, INC.

(present name)

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

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article 1 of the Articles of Amendment is hereby amended to read:

"1. The name of the Corporation is BOVIS CONSTRUCTION CORP. (hereinafter referred to as the "Corporation").

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: December 31, 1997

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
voting group

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 31st day of December, 19 97

Signature

Luther P. Cochrane

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Luther P. COCHRANE

Typed or printed name

CHAIRMAN & CHIEF EXECUTIVE OFFICER

Title