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ACCOUNT NO. : 072100000032

REFERENCE : 812044 4336650

AUTHORIZATION : Patricia Pappito

COST LIMIT : \$ 96.25

ORDER DATE : May 8, 1998

ORDER TIME : 10:35 AM

ORDER NO. : 812044-005

CUSTOMER NO: 4336650

CUSTOMER: Michael H. Hoffman, Esq
Baker & McKenzie
Suite 1600
701 Brickell Avenue
Miami, FL 33131

900002517249--6

File 1st

DOMESTIC AMENDMENT FILING

NAME: GENERAL ROOFING SERVICES, 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
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

N/C Amend
SP 5/8/98

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 MAY -8 PM 2:26

RECEIVED
98 MAY -8 AM 11:27
DIVISION OF CORPORATIONS

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GENERAL ROOFING SERVICES, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -8 PM 2: 26

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is GENERAL ROOFING SERVICES, INC. (the "Corporation").

2. In order to change the name of the Corporation, Article I of the Articles of Incorporation of the Corporation is hereby amended in its entirety, so that, as amended, Article I shall be and read as follows:

"ARTICLE I

NAME

The name of this corporation is General Roofing Acquisition Corp. (hereinafter called the "Corporation"). The address of the principal office and the mailing address of the Corporation is 951 South Andrews Avenue, Pompano Beach, Florida 33069."

3. This Amendment to the Articles of Incorporation of the Corporation shall be effective at the time of filing with the Secretary of State of the State of Florida.

4. This Amendment to the Articles of Incorporation of the Corporation was unanimously adopted and approved on May 7, 1998 by the Board of Directors and sole shareholder of the Corporation, and the number of votes cast by the shareholder of the Corporation for the Amendment to the Articles of Incorporation of the Corporation was sufficient for such approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 7th day of May, 1998.

GENERAL ROOFING SERVICES, INC.

By: 
Gregg Wallick
President and Chief Executive Officer