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March 19, 2001

VIA UPS

Secretary of State
Division of Corporations
409 East Gain Street
Tallahassee, Florida 32399

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*****35.00 *****35.00

Re: Articles of Amendment to Articles of Incorporation of Dean Scharn, Inc.

Dear Sir or Madam:

Enclosed herewith are the Articles of Amendment to the Articles of Incorporation for above referenced Corporation. I also enclosed our trust check in the amount of $35.00.

Please send confirmation of the filing of this amendment.

Sincerely,

MARSHALL G. REISSMAN

FILED
01 MAR 21 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
3-26-01
pms

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION

OF A DEAN SCHARN, INC.

TO: Department of State
Tallahassee, Florida 32304

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles as amended to its Articles of Incorporation of A Dean Scharn, Inc.:

1. The present name of the corporation is A Dean Scharn, Inc.

2. The following amendment to the Articles of Incorporation adopted by the sole shareholder and sole director of the corporation of February 22, 2000 in the manner described by the Florida General Corporation Act; the name of the corporation shall be changed to D Roofing, Inc.

3. The number of shares of the corporation outstanding at the time of such adoption was 1,000 and the number of shares entitled to vote thereon is 1,000.

4. There is presently no designation of classes of known groups among the outstanding shares of stock of this corporation; all outstanding shares are entitled to vote thereon.

5. The number of shares voted for such amendment was 1,000; the number of shares voting against such amendment was zero.

FILED
01 MAR 21 PM 4:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DATED: 2-26-01

A DEAN SCHARN, INC.
n/k/a D Roofing, Inc.

By: _____
DEAN SCHARN
Sole Shareholder, Sole Director,
and President/Secretary/Treasurer

MGR/kg/49011/011201