



THE UNITED STATES  
CORPORATION  
COMPANY

149969

ACCOUNT NO. : 072100000032

REFERENCE : 419017 7107686

AUTHORIZATION

COST LIMIT

Patricia Payne  
\$ 87.50

97 JUN -6 PM 4:07  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : June 6, 1997

ORDER TIME : 9:36 AM

ORDER NO. : 419017-005

CUSTOMER NO: 7107686

20000220442--2

CUSTOMER: Benjamin P. Butterfield, Esq  
Hughes Supply, Inc.  
Suite 200  
20 N. Orange Avenue  
Orlando, FL 32801

DOMESTIC AMENDMENT FILING

NAME: HUGHES SUPPLY, INC.

EFFECTIVE DATE:

ARTICLES OF AMENDMENT  
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS:

RECEIVED  
97 JUN -6 PM 12:11  
DIVISION OF CORPORATION

ARTICLES OF AMENDMENT  
TO  
RESTATED ARTICLES OF INCORPORATION  
OF  
HUGHES SUPPLY, INC.

97 JUN -6 PM 4:07  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 607, Florida Statutes, Hughes Supply, Inc., a Florida corporation (the "Corporation"), has adopted an amendment to its Restated Articles of Incorporation, as filed with the State of Florida Department of State on February 27, 1989, as the same have been amended from time to time (hereinafter referred to as the "Articles of Incorporation"), as hereinafter set forth.

**First:** The name of the Corporation amending its Articles of Incorporation is:

HUGHES SUPPLY, INC.

**Second:** The amendment to its Articles of Incorporation adopted by the Corporation amends Article III, Section A of its Articles of Incorporation to increase the maximum authorized number of shares of Common Stock from 20,000,000 to 100,000,000 shares, so that Article III, Section A is amended to read in its entirety as follows:

"Article III

Section A. The maximum number of shares of all classes of stock which this Corporation is authorized to issue or to have outstanding at any time shall be 110,000,000 shares, which shall be divided as follows:

(1) Not more than 100,000,000 shares of Common Stock of \$1.00 par value per share (which shall be designated "Common Stock"); and

(2) Not more than 10,000,000 shares of Preferred Stock of no par value per share (which shall be designated "Preferred Stock")."

**Third:** The above amendment was adopted by the Board of Directors of the Corporation on April 2, 1997 and recommended by the Board of Directors for approval by the holders of Common Stock, the only outstanding class of stock of the Corporation.

**Fourth:** The above amendment was adopted by the shareholders of the Corporation on May 20, 1997 by the affirmative vote of the holders of a majority of the shares of Common Stock outstanding and entitled to vote on the amendment. The number of votes cast was sufficient for approval of the amendment.

HUGHES SUPPLY, INC.

Dated: June 5, 1997.

By: 

A. Stewart Hall, Jr.,  
President