

393396

KUBICKI DRAPER ATTORNEYS

PENTHOUSE, CITY NATIONAL BANK BUILDING
25 WEST FLAGLER STREET
MIAMI, FLORIDA 33130
305-374-1212
FAX 374-7846

SUITE 1600
ONE EAST BROWARD BOULEVARD
FORT LAUDERDALE, FLORIDA 33301
954-768-0011
FAX 768-0514

SUITE 1100, UNITED NATIONAL BANK TOWER
1645 PALM BEACH LAKES BOULEVARD
WEST PALM BEACH, FLORIDA 33401
561-640-0303
FAX 640-0524

LAURIE J. ADAMS
MARIO R. ARANGO
LYNN L. AUDIE
CARYN BELLUS-LEWIS
ROBERT B. BROWN, III
MICHAEL J. CARNEY
MELINDA CHMIELARZ
EARLEEN H. COTE
ROLANDO A. DIAZ
DANIEL DRAPER, JR.

JAMES M. ECKHART
ANGELA C. FLOWERS
ROSEMARIE GASPARRI
DORI GERSTEIN
CLIFFORD GORMAN
JASON J. GUARI
PAUL R. JAMES
HILLARY KAMBOUR
MEG G. KERR
JASON KLEIN

DAVID KNIGHT
PATRICK W. KNIGHT
GENE KUBICKI
JOSEPH B. LANDY
BETH R. LEBOFF
ELWOOD T. LIPPINCOTT, JR.
BRAD J. MCCORMICK
HUBERT MCGINLEY
DENNIS J. MURPHY
PETER H. MURPHY

TARA L. O'BRIEN
KENNETH M. OLIVER
PETER J. OPPENHEIMER
JORGE A. PEÑA
MATTHEW N. POSGAY
JANE C. RANKIN
ELIZABETH M. RODRIGUEZ
HAROLD A. SAUL
LLOYD R. SCHWED
STEPHEN W. SCHWED

CAROL A. SCOTT
MICHAEL S. SMITH
SARAH STEINBAUM
ANITA M. TAMAYO
JORGE E. TORRES
MICHAEL S. WALSH
CHARLES H. WATKINS
AUBREY L. TALBURT - (RETIRED)
J. FRANK BRADLEY - (1926-1990)

Reply to: Ft. Lauderdale Office
Direct Line: (954) 713-2305

May 25, 1999

VIA FEDERAL EXPRESS
Florida Department of State
Division of Corporations
ATTN: Corporate Filings
409 E. Gaines Street
Tallahassee, FL 32399

Re: Ringemann Plumbing Services, Inc. - amendment to Articles of Incorporation

Dear sir:

Enclosed please find the following:

1. Original Articles of Amendment of Ringemann Plumbing Services, Inc. to be filed and a copy of same to be certified and returned to this office;
2. Original Written Consent of Directors and Shareholders of Ringemann Plumbing Services, Inc (relating to such Articles of Amendment)
3. Our check in the amount of \$43.75 to cover the cost of the filing the Articles of Amendment and obtaining a certified copy of such filing.

Thank you for your prompt attention to this matter and please call me directly if you have any questions or require any further documentation..

Sincerely,

Jane C. Rankin
For the Firm

/Enclosures

cc: Paul Ringemann, President/ Ringemann Plumbing Services, Inc

000002887430-3
-05/26/99-01084-006
*****43.75
FILED
99 MAY 26 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
DRG 6-2

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION OF
RINGEMANN PLUMBING SERVICE, INC.

The undersigned, President of RINGEMANN PLUMBING SERVICE, INC., organized under the laws of the State of Florida, hereby certifies as follows:

1. That a special meeting of the Board of Directors and Stockholders of said Corporation was held on March 5, 1999, the Board of Directors unanimously resolved that the Amendment to the Articles of Incorporation as contained herein be presented to the stockholders of the corporation for their action.

2. The recommended Resolution of the Board of Directors, the same being the Amendment unanimously approved by the stockholders of said corporation, is as follows:

RESOLVED, that the Articles of Incorporation be and hereby are amended by replacing the first sentence of Article VI by the following:

"The business of this corporation shall be conducted by a Board of Directors of not less than one (1) person but not more than seven (7)."

IN WITNESS WHEREOF, the corporation has caused this Certificate to be signed and executed by Paul Ringeman, as President, this 5th day of March, 1999

RINGEMANN PLUMBING SERVICE, INC.

BY: Paul R. Ringemann, President
Paul R. Ringemann, President
(SEAL)

FILED
99 MAY 26 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WRITTEN CONSENT OF
DIRECTORS AND SHAREHOLDERS
OF
RINGEMANN PLUMBING SERVICE, INC.

Pursuant to Sections 607.0821 and 607.0704 of the Florida Statutes, the undersigned, being the Directors and Shareholders of RINGEMANN PLUMBING SERVICE, INC., a Florida Corporation ("Corporation"), hereby take and adopt the following actions in writing, in lieu of a special meeting therefor, and all statutory and bylaw requirements pertaining to the time, manner and place of same, as well as all notice requirements relating thereto, are hereby waived:

Articles of Amendment

WHEREAS, the Shareholders and Directors desire to amend the Articles of Incorporation to change the number of required Directors.

NOW, THEREFORE, BE IT
RESOLVED, That the Board of Directors and Shareholders have authorized the Directors to execute Articles of Amendment setting forth the following amendments:

"Article VI, sentence 1, is hereby amended as follows:

The business of this corporation shall be conducted by a Board of Directors of not less than one (1) person but not more than seven (7)."

IN WITNESS WHEREOF, the undersigned have executed this Written Consent this 5th day of March, 1999.

Paul R. Ringemann
Paul R. Ringemann,
Shareholder and Director

Robert P. Ringemann
Robert P. Ringemann
Shareholder

Mary L. Ringemann
Mary L. Ringemann
Shareholder

Karen W. Ringemann
Karen W. Ringemann

APPROVED AND ACCEPTED:
Ringemann Plumbing Service, Inc.

Paul R. Ringemann
Paul R. Ringemann, President and Secretary (SEAL)