

477055

LAW OFFICE OF  
**THOMAS W. GARRARD, P. A.**

520 EAST OLYMPIA AVENUE  
PUNTA GORDA, FLORIDA 33950

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March 17, 1998

Secretary of State  
Bureau of Corporate Records  
Post Office Box 6327  
Tallahassee, Florida 32314-6327

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-03/20/98-01054-008  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Taylor Contractors of Florida, Inc.

Dear Sir/Madam:

Enclosed herein is an original and one copy of the Articles of Amendment To Articles of Incorporation and Resolution Amending The Certificate of Incorporation of Taylor Contractors of Florida, Inc., as well as my office check, in the amount of \$35.00, representing the required amendment fee.

After processing, please return a copy of the same reflecting the date of filing thereof. A self-addressed, stamped envelope is provided for your convenience.

Should you have any questions or require additional documentation, do not hesitate to contact me.

Very truly yours,



Thomas W. Garrard

TWG:sm

Enclosures

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 20 AM 11:53

Amend.  
3-25-98  
CC

Articles of Amendment To  
Articles of Incorporation of  
Taylor Contractors of Florida, Inc.

First: Article III of the Articles of Incorporation of Taylor Contractors of Florida, Inc., filed with the Secretary of State on May 30, 1975, is deleted in its entirety and is hereby replaced with the following language:

Article III


The maximum number of common shares of stock that this corporation is authorized to have outstanding at any one time is one hundred and fifty {150} at one dollar {\$1.00} par value. The consideration to be paid for each share shall be fixed by the Board of Directors.

The corporation also may issue five hundred {500} shares of non-voting, non-cumulative preferred stock and ten thousand {10,000} shares of non-voting, non-cumulative preferred stock {Class A preferred}. The preferred stock shall have a par value of fifty {\$50.00} dollars per share. The holders of the preferred stock shall be entitled to receive, when and as declared by the Board of Directors, dividends from the surplus or net profits of the corporation at the rate of eight {8%} per cent of the par value thereof per year before any dividend shall be paid upon, or provided for, the common stock. The preferred stock shall be preferred as to both earnings and assets, and in the event of liquidation, dissolution, or winding up of the corporation, whether voluntarily or involuntarily, the holders of the preferred stock of the corporation shall be entitled, before any assets of the corporation shall be distributed among or paid over to the holders of the common stock, to be paid in full the par value of fifty {\$50.00} dollars per share of preferred stock.

Executed this 2nd day October, 1997.

Taylor Contractors of Florida, Inc.,  
a Florida corporation

By

  
Maria Taylor,

as Secretary

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**Resolution Amending The Certificate of Incorporation  
of Taylor Contractors of Florida, Inc.**

I Hereby Certify that I am the elected and qualified secretary of Taylor Contractor of Florida, Inc., a Florida corporation, and the keeper of the records and corporate seal of said corporation; that the following is a true and correct copy of a resolution duly adopted at a meeting of all the members of the board of directors and all the shareholders of said corporation held in accordance with its by-laws at the corporate office located at 315 East Olympia Avenue, Punta Gorda, Florida, on the 31st day of August, 1997, which meeting was duly called and properly held, and the following resolution was unanimously adopted and is now in full force and effect, said resolution is as follows:

Resolved that Article III of the Certificate of Incorporation is amended to read:

The maximum number of common shares of stock that this corporation is authorized to have outstanding at any one time is one hundred and fifty {150} at one dollar {\$1.00} par value. The consideration to be paid for each share shall be fixed by the Board of Directors.

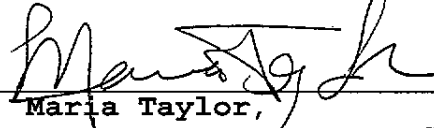
The corporation also may issue five hundred {500} shares of non-voting, non-cumulative preferred stock and ten thousand {10,000} shares of non-voting, non-cumulative preferred stock {Class A preferred}. The preferred stock shall have a par value of fifty {\$50.00} dollars per share. The holders of the preferred stock shall be entitled to receive, when and as declared by the Board of Directors, dividends from the surplus or net profits of the corporation at the rate of eight {8%} per cent of the par value thereof per year before any dividend shall be paid upon, or provided for, the common stock. The preferred stock shall be preferred as to both earnings and assets, and in the event of liquidation, dissolution, or winding up of the corporation, whether voluntarily or involuntarily, the holders of the preferred stock of the corporation shall be entitled, before any assets of the corporation shall be distributed among or paid over to the holders of the common stock, to be paid in full the par value of fifty {\$50.00} dollars per share of preferred stock.

In Witness Whereof, I have hereunto set my hand as secretary

of said corporation and affixed the corporate seal this 31st day  
of August, 1997.

Taylor Contractors of Florida, Inc.

By

A handwritten signature in dark ink, appearing to read "Maria Taylor", is written over a horizontal line.

Maria Taylor,

as Secretary

{Corporate Seal}