

849375

Florida Department of State
Division of Corporations
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PIZZAGALLI CONSTRUCTION COMPANY

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FLORIDA DEPARTMENT OF STATE

Division of Corporations

PIZZAGALLI CONSTRUCTION COMPANY
P.O. BOX 2009
SOUTH BURLINGTON, VT 05407-2009US

SUBJECT: PIZZAGALLI CONSTRUCTION COMPANY
REF: 849375

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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Irene Albritton
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SECRETARIAT
TALLAHASSEE, FLORIDA

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

849375

(Document number of corporation (if known))

1. PIZZAGALLI CONSTRUCTION COMPANY

(Name of corporation as it appears on the records of the Department of State)

2. VERMONT

(Incorporated under laws of)

3. 04/14/1981

(Date authorized to do business in Florida)

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SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 06/01/11

5. PC Construction Company

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

PCEO, Inc.

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.


(Signature of a director, president or other officer if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

David B. Borsykowsky

(Typed or printed name of person signing)

Corporate Secretary

(Title of person signing)

STATE OF VERMONT
OFFICE OF SECRETARY OF STATE

I, James C. Condos, Secretary of State of the State of Vermont, do hereby certify that the attached is a true copy of the

CORPORATE DOCUMENTS

For

PC CONSTRUCTION COMPANY

As filed in this department.

May 23, 2011

Given under my hand and the seal of the State of Vermont, at

James C. Condos

James C. Condos
Secretary of State



Va19510

ARTICLES OF AMENDMENT
(T.11A, § 10.06)

1. Current Name of Corporation. The current name of the corporation is Pizzagalli Construction Company. Pursuant to this amendment, the new name of the corporation shall be PC Construction Company.

2. Text and Date of Each Amendment Adopted. Article I of the corporation's Articles of Association is hereby amended to read as follows:

ARTICLE I
NAME

✓ The name of the corporation is PC Construction Company (hereinafter the "Corporation").

3. Exchange, Reclassification, or Cancellation of Issued Shares. Not applicable.

4. Shareholder Approval. The corporation hereby certifies that:

(a) Shareholder Approval Required. The amendment required shareholder approval.

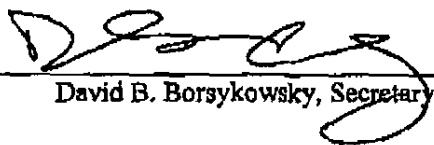
(b) Voting on Amendments.

(i) Votes Entitled to be Cast on Amendments. The holders of 365,750 shares of the corporation's common stock were entitled to cast 365,750 votes (equal to one vote per share) on the proposal to amend Article I to change the name of the Corporation. All 365,750 shares of the Corporation's common stock are owned by a single shareholder, the Corporation's Employee Stock Ownership Plan (the "ESOP Trust"). At a meeting April 26, 2011, with all Trustees of the ESOP Trust present and participating, the Trustees considered and approved the amendment to Article I.

(ii) Votes Cast For and Against. The total number of undisputed votes cast for the amendment to Article I was 365,750. The total number of votes cast against the amendment to Article I was zero. The number cast for the amendment was sufficient for approval.

5. Effective Date and Time. Pursuant to 11A V.S.A. § 1.24, this document and the amendment set forth herein shall be effective as of 12:01 a.m. on June 1, 2011.

IN WITNESS WHEREOF, the undersigned, the Secretary of the Corporation, does hereby execute these Articles of Amendment on this 10 day of May, 2011.


David B. Borsykowsky, Secretary