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Indiana Office 120 West Spring Street, Suite 400 New Albarry, IN 47150-3655 (812) 948-2800 Facsimile (812) 948-7994 October 10, 1997

500002319555---C -10/14/97--01005--003 *****35.00 *****35.00

Secretary of State Amendment Section P. O. Box 6327 Tallahassee, FL 32314

Re: Sherman Utility Structures, Inc.

Application for Amended Certificate of Authority

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Dear Sir or Madam:

Enclosed please find in duplicate an Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Busienss in Florida for Sherman Utility Structures, Inc., together with a certified copy of the Articles of Amendment from the Alabama Secretary of State. Also enclosed is a check in the amount of \$35.00 to cover your fee for same.

Please return a file-stamped copy of the Application to my attention.

Sincerely,

Paula L. Peters Paralegal

Enclosures

cc: David L. Beckman, Jr.

523:plp PBQ.E6018

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VS OCT 2 0 1997.

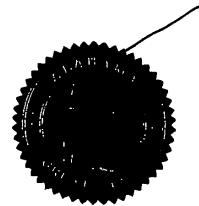
PROFIT CORPORATION APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION (1-3 MUST BE COM		
·	震鬼"	1
Champan Und Liter Common Ton		5
Sherman Utility Structures, Inc.	i ci D	<
Name of corporation as it appears on the rec	cords of the Department of State.	•
Alabama	3. Effective Date of this Filing	-
Incorporated under laws of	Date authorized to do business in Florida	•
nicorporates under taws of	Date additionated to do business in 1 to real	
SECTION		
(4-7 COMPLETE ONLY THE API	PLICABLE CHANGES)	
4. If the amendment changes the name of the corporation, when	n was the change effected under the laws of	
its jurisdiction of incorporation? September 19, 1997		
5. Newmark International, Inc.		
Name of corporation after the amendment, adding suffix "corporation" contained in new name of the corporation. The name cannot contain the	or "incorporated," or appropriate appreviation, it not be word "company" or its abbreviation "Co."	
6. If the amendment changes the period of duration, indicate ne	w period of duration.	
N/A New Duratio		
New Duratio	On .	
7. If the amendment changes the jurisdiction of incorporation, in	ndicate new jurisdiction.	
N/A New Jurisdict	tion	
Elk. Final Signature	10/3/97 Date	
EARL R. FOUST Typed or printed name	PRESIDENT TIED	

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that as appears on file and of record in this office, the pages hereto attached, contain a true, accurate and literal copy of the articles of amendment to the articles of incorporation of Sherman Utility Structures, Inc. changing the name to Newmark International, Inc. as received and filed in the office of the Secretary of State of Alabama on September 25, 1997, showing the date of amendment as September 19, 1997, the date said instrument was filed in the office of the Judge of Probate of Jefferson County.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

10/09/97

Date

Jin Bennett

Jim Bennett

Secretary of State

ARTICLES OF AMENDMENT

TO THE

9711/0391

ARTICLES OF INCORPORATION

OF

SHERMAN UTILITY STRUCTURES, INC.

- The name of the corporation is Sherman Utility Structures, Inc. (the "Corporation").
- Article 1 (the "Amendment") of the Corporation's Articles of Incorporation is amended so that as amended it shall read in its entirety as follows:
 - 1. The name of the corporation shall be Newmark International, Inc.
- The Amendment does not provide for an exchange, reclassification or cancellation of issued shares of the Corporation.
- The Corporation has 400 shares issued, outstanding and entitled to vote on the Amendment. The Corporation has no other authorized class of stock. The Amendment set forth above was adopted by a written consent executed by the sole shareholder of the Corporation and dated as of August 29, 1997.

SHERMAN UTILITY STRUCTURES, INC.

Earl Foust, President

PBQ.E6016 F:\USERS\101\SHERMAN\AMENDMT.ART

State of Alabama - Jefferson County

Recorded and \$

11.00

9711/0391

State of Alebania Jefferson County

i, the Undersigned, as Judge of the Court of Proper in and for said County, in said State, hereby certify the the foregoing is a full, true and correct copy of the instrument with the filing of same as appears of record in this office in Vol.

on page 039/

Given under shy hand and official seal, this the_

by of XIII

Judge of Probate