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September 24, 1997

FLORIDA DEPARTMENT OF STATE
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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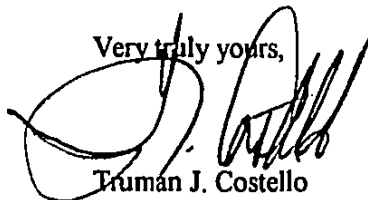
RE: Mel-Re Construction, Inc.

Dear Sir or Madam:

Enclosed please find fully executed Articles of Amendment to the Articles of Incorporation of Mel-Re Construction, Inc. together with this firm's check in the amount of \$35.00 to cover the filing fee for same.

If you should have any questions concerning this matter, please do not hesitate to contact me.

Very truly yours,



Truman J. Costello
For the Firm

/s/enclosures

FILED
97 SEP 26 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

See
9/30

Amend

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
MEL-RE CONSTRUCTION, INC.

FILED
97 SEP 26 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article SIXTH of the Articles of Incorporation of MEL-RE CONSTRUCTION, INC. was amended pursuant to the recommendation made by the corporation's Board of Directors as approved by the Shareholders of the corporation. The corporation is filing these Articles of Amendment to Articles of Incorporation pursuant to Section 607.1006 of the Florida Business Corporation Act.

1. The name of the corporation is: MEL-RE CONSTRUCTION, INC.
2. Article SIXTH of the Articles of Incorporation of MEL-RE CONSTRUCTION, INC. was amended to read as follows:

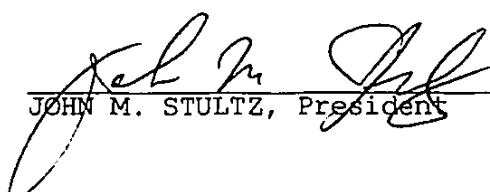
SIXTH: The Board of Directors of the corporation shall consist of two (2) or more members. The number of directors shall be fixed by, or in the manner provided in, the Bylaws, except that the number shall not be less than that fixed by these Articles of Incorporation. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in these Articles of Incorporation or the Bylaws, but no decrease shall have the effect of shortening the term of any incumbent director. In the absence of a Bylaw providing for the number of directors, the number shall be the same as that provided for in these Articles of Incorporation.

3. Article EIGHTH was added to the Articles of Incorporation of MEL-RE CONSTRUCTION, INC., reading as follows:

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

The foregoing Amendments of the Articles of Incorporation of MEL-RE CONSTRUCTION, INC. were duly approved by the Board of Directors of the corporation on December 30, 1996 and unanimously adopted by the shareholders of the corporation pursuant to Section 607.1003 of the Florida Business Corporation Act on December 30, 1996.

DATED this 1 day of January, 1997.


JOHN M. STULTZ, President

Attest:


JOHN M. STULTZ, Secretary