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FILED
99 DEC 14 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 514442 4806334

AUTHORIZATION :

Patricia Pzynt

COST LIMIT : \$ 35.00

ORDER DATE : December 13, 1999

ORDER TIME : 9:53 AM

ORDER NO. : 514442-005

700003069227--4

CUSTOMER NO: 4806334

CUSTOMER: Jason D. Osborn, Legal Asst
Mcdermott, Will & Emery
50 Rockefeller Plaza
12th Floor
New York, NY 10020-1605

DOMESTIC AMENDMENT FILING

NAME: SUNCOAST FASTENER & SUPPLY,
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

RECEIVED
99 DEC 14 AM 10:41
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

N.C.

C. COULLETTE DEC 14 1999

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS: _____

ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
SUNCOAST FASTENER & SUPPLY, INC.

ARTICLE 1. - NAME

The name of this corporation is:

SUNCOAST FASTENER & SUPPLY, INC.

ARTICLE 2. - TEXT OF THE AMENDMENT

Change of Corporate Name

"The name of the corporation is changed to:

BRIDGMAN SALES, INC.

ARTICLE 3. - ADOPTION OF AMENDMENT

The foregoing amendment was approved by the all of the shareholders of the corporation by unanimous consent in accordance with Florida Statutes Section 607.1003(6). A copy of the action of the shareholders of the corporation is attached.

The undersigned, as President of the Corporation has executed these Articles of Amendment of the Articles of Incorporation on November 3rd, 1999.


Richard J. Cacchiotti

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TALLAHASSEE, FLORIDA

I certify that the foregoing Amendment was adopted by the all of the shareholders of SUNCOAST FASTENER & SUPPLY, INC., by unanimous action of the shareholders, and that the action was sufficient for adoption and approval by the shareholders of the corporation.

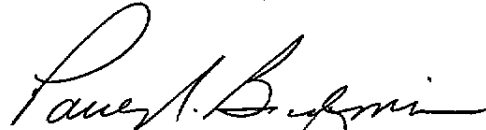
Dated: November 3rd, 1999



Richard J. Cacchiotti
President

I hereby certify that I am the duly elected and serving Secretary of SUNCOAST FASTENER & SUPPLY, INC., a Florida corporation, and the custodian of the records of the corporation. I certify that the records of the corporation reflect that the foregoing amendment was duly adopted by the shareholders of the corporation by unanimous action, and that Richard J. Cacchiotti is the duly elected and serving President of the corporation.

Dated: November 3rd, 1999



Paul W. Bridgman, Secretary

**MINUTES OF ACTION OF A SPECIAL MEETING OF THE
SHAREHOLDERS OF
SUNCOAST FASTENER & SUPPLY, INC.
(a Florida corporation)**

We, the undersigned, constituting all of the shareholders of **SUNCOAST FASTENER & SUPPLY, INC.**, a corporation organized under the laws of the State of Florida, acting together as the Shareholders of the corporation pursuant to the provisions of Florida Statutes, §607.0702 relating to a special called meeting of the shareholders of the corporation, and Florida Statutes §607.0704 relating to the power of the shareholders to consent in writing to actions of the shareholders and to waive notice of a meeting of the shareholders, do hereby consent to the adoption of and do hereby adopt the following resolutions to be effective as of November 3, 1999. This amendment of the Articles of Incorporation of the corporation is intended to be effective pursuant to Florida Statutes Section 607.1003 (6), providing for an amendment of the articles of incorporation by the shareholders of a corporation having 35 or fewer shareholders without an act of the directors at a meeting for which notice of the changes to be made is given.

Change of Corporate Name

"RESOLVED: That the name of the corporation is changed to:

BRIDGMAN SALES, INC.

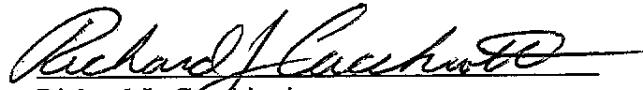
That the change of the name of the corporation be effective upon the filing of the Articles of Amendment with the Secretary of State of the State of Florida.

That the officers and directors of the corporation are authorized and directed to complete such filings as may be necessary to change the name of the corporation with the Secretary of State of the State of Florida.

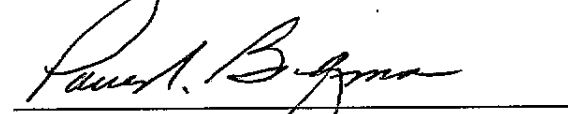
There being no further business to come before the meeting, upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

We, the undersigned, being the all of the shareholders of **SUNCOAST FASTENER & SUPPLY, INC.**, hereby certify that the foregoing resolution was duly adopted by the shareholders of the corporation in accordance with the foregoing. We waive all notice of the meeting and actions undertaken as evidenced by this instrument.

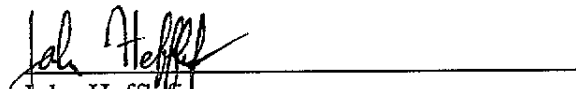
Dated: November 3rd, 1999


Richard J. Cacchiotti

Dated: November 3rd, 1999


Paul W. Bridgman

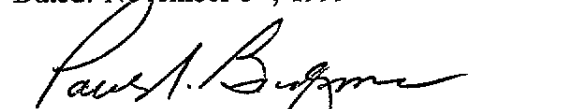
Dated: November 3rd, 1999


John Hefflefinger

CERTIFICATION OF SECRETARY

The undersigned, being the duly elected and serving Secretary of **SUNCOAST FASTENER & SUPPLY, INC.**, a Florida corporation, hereby certify that I am the custodian of the books and records of **SUNCOAST FASTENER & SUPPLY, INC.**, and that according to such books and records, as of this date, Richard J. Cacchiotti, Paul W. Bridgman, and John Hefflefinger are the only shareholders of **SUNCOAST FASTENER & SUPPLY, INC.**

Dated: November 3rd, 1999


Paul W. Bridgman
Secretary