

H76270

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAY 14 PM 4:02

**LAW OFFICES OF
MAYER & KENNEDY**

EARL E. MAYER, JR.*
P. TODD KENNEDY, P.A., LL.M. Taxation
PAUL T. TRINLEY, LL.M. Taxation

* Federal Tax Counsel to the Firm
Admitted in Ohio Only, Practice Limited
To Matters of Federal Tax Law

MARK J. NOWICKI, P.A., Of Counsel †

† Board Certified in Taxation
Also Admitted in Colorado and Montana

THE FORUM - TOWER A
1675 PALM BEACH LAKES BLVD
SUITE 700
WEST PALM BEACH, FL 33401
TEL: (561) 683-2484
FAX: (561) 684-3142
E-MAIL: MayerKennedy@aol.com

May 10, 2001

Secretary of State
Division of Corporations
409 East Gaines Street (32301)
Post Office Box 6327
Tallahassee, FL 32314

400004216134--5
-05/14/01--01138--015
*****43.75 *****43.75

Re: Avid Floor Maintenance, Inc.

Dear Sir or Madam:


Enclosed are one (1) original and one (1) copy of the Articles of Amendment for the above referenced corporation.

Please file the original Amendment and return a certified copy to this office using the enclosed self-addressed, stamped envelope. Also enclosed is a check in the amount of \$43.75 for fees incurred in receiving, filing and indexing of the enclosed Amendment to Articles of Incorporation.

Please contact me if there is any reason why this request cannot be met promptly. Thank you for your attention to these matters.

Sincerely,

MAYER & KENNEDY


Paul T. Trinley

PTT/msg
Enclosures
cc: David and Anita Solomon w/encl.
F:\Solomon\Ltrs\articlesofamendsos.510.wpd

Amend.

V. SHEPARD MAY 21 2001

ARTICLES OF AMENDMENT
OF
AVID FLOOR MAINTENANCE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 MAY 14 PM 4: 02

The undersigned, for the purpose of amending the Articles of Incorporation of AVID FLOOR MAINTENANCE, INC., pursuant to Florida Statutes §§607.1001, 607.1002 and 607.1006 hereby adopt the following Articles of Amendment:

ARTICLE THREE
CAPITAL STOCK

3.01 The aggregate number of shares the corporation shall have authority to issue is 500,000 shares of common voting stock at \$1.00 par value per share and 9,500,000 shares of common non-voting stock at \$1.00 par value per share.

3.02 Each outstanding share of common voting stock shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the Shareholders. The common non-voting stock shall have no voting rights and are not to be considered Shareholders for the purpose of any election, meeting, consent or waiver of notice.

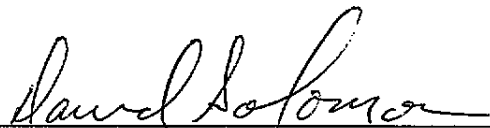
3.03 Upon liquidation of the Company and distribution of assets of the Company to holders of the common non-voting shares, the holders of such common non-voting shares shall receive a pro rata distributive amount distributable to all then outstanding shares per share, including common voting shares. Therefore, the common non-voting shares shall be entitled to the same per share distribution as the common voting shares.

3.04 The rights of the holders of the common non-voting shares cannot be modified by less than a majority vote of the then outstanding common voting shares.

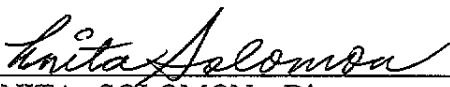
Except to the extent that any of the provisions of these Articles of Amendment are expressly in conflict with the provisions of the Corporation's Articles of Incorporation or any Articles of Amendment thereto, the Corporation's Articles of Incorporation and any Articles of Amendment thereto shall remain in full force and effect.

The Shareholders approved and adopted these Articles of Amendment on May 9, 2001. The number of votes cast for approval and adoption of these Articles of Amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Amendment effective the 9th day of May, 2001. These Articles of Amendment have been approved by the majority vote of the Shareholders.



DAVID SOLOMON, Director
and President



ANITA SOLOMON, Director and Vice-
President