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December 13, 2001

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*****35.00 *****35.00

Attn: Corporations Division
Secretary of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314

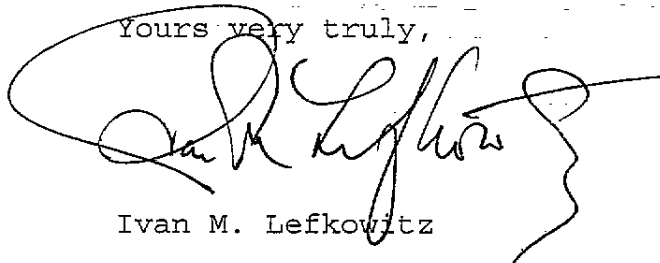
Re: J.K. 2 Holmes Constructors, Inc.
Effective Date: Date of Filing

Dear Sir or Madam:

Enclosed are the original and a duplicate copy of the Articles of Amendment to Articles of Incorporation of the above proposed corporation. The duplicate copy has been subscribed and acknowledged by the subscriber in the same manner as the original. Please endorse your approval of the Articles of Amendment on the duplicate copy, and return a certified copy to this office.

A check is also enclosed in the total amount of \$43.75 to cover the \$35.00 filing fee, the \$8.75 fee for the certified copy.

Yours very truly,



Ivan M. Lefkowitz

IML:mfj
Enclosures
cc: Paul R. Holmes, President

FILED
01 DEC 17 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

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ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
J.K. 2 HOLMES CONSTRUCTORS, INC.

FILED
01 DEC 17 PM 3:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J.K. 2 HOLMES CONSTRUCTORS, INC., a corporation organized and existing under the laws of the State of Florida, under certificate number J63210, filed in the office of the Secretary of State on March 23, 1987, hereby certifies as follows:

1. The director and shareholder considered amending the Articles of Incorporation so as to recapitalize the corporate structure by changing the authorized number of shares of stock to One Hundred Thousand(100,000), and to provide for a par value of \$0.01 per share. After discussion, it was

RESOLVED, that the Articles of Incorporation of J.K. 2 HOLMES CONSTRUCTORS, INC. be amended so as to increase the maximum number of shares of stock authorized to One Hundred Thousand (100,000) and to reduce the par value to \$0.01 per share, and that Articles III shall be amended to read in its entirety as follows:

"ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue One Hundred Thousand (100,000) shares of common stock having a par value of One Cent (\$0.01) per share."

2. These Articles of Amendment were approved by the sole director of the corporation and by the sole shareholder by joint written action dated December 7th, 2001.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles this 7th day of December, 2001.

J.K. 2 HOLMES CONSTRUCTORS, INC.

By:

Paul H. Holmes
PAUL H. HOLMES, President
R.