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August 19, 1997

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-08/21/97 01037--003
*****87.50 *****87.50

Re: Atlas Scaffolding Florida Corporation, Inc.
Atlas Scaffolding Tampa Corporation, Inc.

To Whom It May Concern:

Enclosed herewith please find the original and one copy of the Articles of Amendment to the Articles of Incorporation of the above corporations. Please appropriately file and record the original Articles of Incorporation and use the extra copy to return to the undersigned as a certified copy.

Also enclosed are two firm checks each in the amount of \$87.50 which represents the filing fee.

Should you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,

HOLCOMB & DECORT, P.A.

Nicole Lodato
Nicole Lodato, Secretary to
Victor W. Holcomb

/nml
Enclosures

FILED
97 AUG 27 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc
AUG 27 1997

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
ATLAS SCAFFOLDING TAMPA CORPORATION, INC.

FILED
97 AUG 21 PM 4:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Article of the Articles of Incorporation of ATLAS SCAFFOLDING TAMPA CORPORATION, INC. is hereby amended to read as follows:

"ARTICLE I

CORPORATE NAME

The name of the Corporation shall be: MFC HOLDING CORPORATION."

The foregoing Amendment was adopted by the written action and consent of all the Directors and Shareholders of the Corporation with voting rights as of July 21, 1997.

This Amendment shall be effective upon filing with the Secretary of State.

IN WITNESS WHEREOF the undersigned President of this corporation has executed these Articles of Amendment this 8 day of ^{Aug} ~~July~~, 1997.

ROBERT P. LYNCH
Notary Public, State of New York
No 4767405
Qualified in Suffolk County
Commission Expires June 30, 1998

Robert P. Lynch

Atlas Scaffolding Tampa Corporation, Inc.

By: *[Signature]*
President

~~NEW YORK~~
STATE OF ~~FLORIDA~~
COUNTY OF ~~HILLSBOROUGH~~ ~~SUFFOLK~~

BEFORE ME, the undersigned authority, personally appeared Dominic Carabino, known to me and known to be the person described in the above and foregoing Articles of Amendment to the Articles of Incorporation as the President of Atlas Scaffolding Tampa Corporation, Inc., and he acknowledged before me that he executed the same freely and voluntarily for the uses and purposes

therein expressed.

Witness my hand and seal this 8 day of ~~July~~^{August}, 1997.

My Commission Expires:

ROBERT P. LYNCH
Notary Public, State of New York
No. 4767405
Qualified in Suffolk County
Commission Expires June 30, 1997



NOTARY PUBLIC