BEVERLY A. MORRIS, P. L. .

Attorney at Law 808 S.E. Fort King Street Ocala, FL 34471



Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Fl 32314

> Abbott Electric of Ocala, Inc. Re:

Dear Sir or Madam:

Enclosed please find original and one copy of Certificate of Amendment to Articles of Incorporation of Abbott Electric of Ocala, Inc., and a check made payable to "Florida Secretary of State" in the amount of \$43.75 representing filing fee (\$35.00), and one certified copy (\$8.75).

If you find these items to be in proper order, I would appreciate your returning the enclosed copy to me as a certified copy as soon as possible after the original is filed. A self-addressed, stamped envelope is enclosed for your convenience.

Yours truly.

Beverly A. Morris

-12/20/01--01048--024

BAM:rjr

Enclosures: Certificate of Amendment to Articles of Incorporation

Check \$43.75 Return Envelope

Mr. & Mrs. William C. Abbott, Jr. CC:



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

December 31, 2001

BEVERLY MORRIS 808 S.E. FORT KING STREET OCALA, FL 34471

SUBJECT: ABBOTT ELECTRIC OF OCALA, INC.

Ref. Number: K70971

We have received your document for ABBOTT ELECTRIC OF OCALA, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain Corporate Specialist

Letter Number: 501A00067765

CERTIFICATE OF AMENDMENT TO ARTICLES OF INCORPORATION

ABBOTT ELECTRIC OF OCALA, INC., a Florida corporation, under its corporate seal certifies that:

1. The Board of Directors of said corporation at a meeting called and held on December 7, 2001, adopted the following resolution:

RESOLVED, that the Board of Directors of Abbott Electric of Ocala, Inc., a Florida corporation, deems it advisable and declares that it be advisable that the title to the Articles of Incorporation of the Corporation be amended, changed, and altered so as to read as follows:

ARTICLES OF INCORPORATION OF Wm. C. ABBOTT & ASSOCIATES, INC.

and that Article I - Name of the Articles of Incorporation be amended, changed and altered so as to read as follows:

The name of this corporation is Wm. C. ABBOTT & ASSOCIATES, INC.

BE IT FURTHER RESOLVED by said Board of Directors that the proposed Amendment to the Articles of Incorporation be proposed at a special meeting of the stockholders to be held December 7, 2001.

2. The proposal adopted by the Board of Directors was presented to a special meeting of the stockholders on December 7, 2001, and at such special meeting said Amendment to the Articles of Incorporation was duly adopted by unanimous vote of all the stockholders.

IN WITNESS WHEREOF, the said corporation has caused this Certificate to be signed in its name by its President and its corporate seal to be hereunto affixed and attested by its Secretary, this 10 day of 10 day of 2001.

ABBOTT ELECTRIC OF OCALA, INC.

WILLIAM C. ABBOTT JR., PRESIDENT

ATTEST:

JANE ABBOTT, SECRETARY

STATE OF FLORIDA

COUNTY OF MARION

The foregoing instrument was acknowledged before me this 10 day of 2001, by WILLIAM C. ABBOTT, JR., as President and JANE ABBOTT, as Secretary respectively, of ABBOTT ELECTRIC OF OCALA, INC. who are personally known to me or who has produced _______as identification.

Notary's Signature

ROBERT A. STERMER

Notary's Printed Name

Notary Public, State of Florida at Large

My Commission Expires:

