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ATTORNEYS AT LAW
(A PAR NERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS)
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August 31, 2000

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OF COUNSEL JOHN P. JOY WILLIAM J. GRAY GARTH A. WEBSTER, P.A. STUART A. GOLDSTEIN

MILLER WALTON (1901-1987) WILLIAM C, LANTAFF (1913-1970) LAURENCE A, SCHROEDER (1907-1995) SAMUEL O, CARSON (1912-1997)

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Karen Gibson Division of Corporations Post Office Box 6327 Tallahassee, FL 323314

RE: Articles of Amendment to the Articles of Incorporation

Dear Ms. Gibson:

Enclosed please find the original Articles of Amendment to the Articles of Incorporation for the following six (6) companies:

- 1. Plumbing Management Systems, Inc.
- 2. Construction Systems of America, Inc.
- 3. Phase Masters, Inc.
- 4. Air Management Construction, Inc.
- 5. Conret, Inc.
- 6. Air Management Systems, Inc.

Also enclosed please find six (6) checks in the amount of \$35.00, representing the for the Articles of Amendment.

Should you have any questions in this regard, please do not hesitate to contact r

Very truly yours,

Stephanie L. Bandy

SLB/mb
Enclosures

cc: Kenneth Woods

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

PLUMBING MANAGEMENT SYSTEMS, INC. (present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

- VI (pursuant to the unanimous written consent agreement attached hereto).
- 2. VII (pursuant to the unanimous written consent agreement attached hereto).

00 SEP -6 AM 10: 23
SECRETARY OF STATE
SECRETARY OF STATE

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	Th	e date of each amendment's adoption: July 13, 2000
FOURT)	H: A	Adoption of Amendment(s) (CHECK ONE)
Ţ	_	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
!		The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
		"The number of votes cast for the amendment(s) was/were sufficient for approval by
	X	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
		The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
		Signed this 17th day of August 2000
Signa	ture	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
		OR OR
		(By a director if adopted by the directors)
		OR
		(By an incorporator if adopted by the incorporators)
		Joseph Byrum Typed or printed name
		Chairman
		A ATAT

UNANIMOUS WRITTEN CONSENT OF THE SOLE SHAREHOLDER OF PLUMBING MANAGEMENT SYSTEMS, INC.

The undersigned, AMSI Holding Corporation, being the sole shareholder of PLUMBING MANAGEMENT SYSTEMS, INC., a Florida corporation (the "Corporation"), acting pursuant to the Florida General Corporation Law, by unanimous written consent in lieu of a meeting, as evidenced by the signature set forth below, hereby adopts the following resolutions and agrees that adoption of such resolutions shall be valid and with the same effect as though such resolutions had been adopted at a meeting of the Board of Directors, duly called and held:

NOW THEREFORE, BE IT RESOLVED, that effective as of July 13, 2000, the following individual be and he is hereby elected by AMSI Holding Corporation to serve as sole director of the Board until his successor(s) are duly elected and qualified:

Joseph Byrum

IN WITNESS WHEREOF, the undersigned sole shareholder of the Corporation, by its duly elected officer, has executed this unanimous written consent as of the date set forth below.

AMSI HOLDING CORPORATION

3y: ____

Joseph Byrom, Chairman

July 13, 2000

UNANIMOUS WRITTEN CONSENT OF THE SOLE DIRECTOR OF PLUMBING MANAGEMENT SYSTEMS, INC.

The undersigned, being the sole Director of PLUMBING MANAGEMENT SYSTEMS, INC., a Florida corporation (the "Corporation"), acting pursuant to Florida General Corporation Law, by unanimous written consent in lieu of a meeting, as evidenced by the signature set forth below, hereby adopts the following resolutions and agrees that adoption of such resolutions shall be valid and with the same effect as though such resolutions had been adopted at a meeting of the Board of Directors, duly called and held:

NOW THEREFORE, BE IT RESOLVED, that, effective as of July 13, 2000, the following persons are elected as officers of the Company to the positions set forth opposite their names, each to hold such office until his/her successor is duly elected and qualified or until his/her earlier resignation or removal:

<u>Name</u>	Office
Kenneth Woods	President
James Meyer	Treasurer & Assistant Secretary
M. Ellen Moffett	Sccretary

IN WITNESS WHEREOF, the undersigned, constituting the sole Director of the Corporation, has executed this unanimous written consent as of this 13th day of July, 2000.

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