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CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

ATTORNEYS AT LAW

712 S. OREGON AVENUE

MICHAEL R. CAREY DOUGLAS P. MANSON RANDALL P. MUELLER ANDREW M. O'MALLEY DAVID M. PEARCE JANE ELLEN VINCE

DANIEL D. WHITAKER

TAMPA, FLORIDA 33606

TELEPHONE; (813) 250-0577 FACSIMILE: (813) 250-9898 E-MAIL: info@cowmpa.com

December 20, 2001

-**600004740726**---12/2<u>7/</u>01--01001--011 *****25.00 *****25.00

Via UPS Next Day Air

Florida Department of State **Division of Corporations**

TO: Corporate Records Bureau

Post Office Box 6327 Tallahassee, FL 32314

RE:

Name Availability

Document

Examiner

Updater

Updater

Verifyer

B & K Holdings, LLC Document No. L01000021605

ENCLOSURE:

Corrected and Amended Articles of Organization Firm Check: \$25.00

SPECIAL INSTRUCTIONS:

Please process the enclosed Corrected and Amended Articles of Organization for B & K Holdings, LLC. Our firm check in the amount of \$25.00 is enclosed to cover the processing fee for articles of correction.

Thank you. If you have any questions, please give me a call.

PLEASE SIGN AND FORWARD

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FOR YOUR APPROVAL AND COMMENTS

ENCLOSED PURSUANT TO YOUR REQUEST

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Acknowledgement motor as nes W. P. Verifyeclosures

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22:C:DDW/SOS-B&K Article of Correction

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

ATTORNEYS AT LAW

712 S. OREGON AVENUE TAMPA, FLORIDA 33606 _ _ _

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JANE ELLEN VINCI DANIEL D. WHITAKER TELEPHONE: (813) 250-0577 FACSIMILE: (813) 250-9898 E-MAIL: info@cowmpa.com

January 3, 2002

Via UPS Next Day Air

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Florida Department of State Division of Corporations Corporate Records Bureau Post Office Box 6327 Tallahassee, FL 32314

RE:

TO:

B & K Holdings, LLC Ref. No. L01000021605

ENCLOSURE:

Article of Amendment to Articles of Organization Copy of Letter No. 601A000067647

SPECIAL INSTRUCTIONS:

Please process the enclosed Article of Amendment of B & K Holdings, LLC. You are holding our firm check in the amount of \$25.00 to cover the processing fee for this Article.

Thank you. If you have any questions, please give me a call.

PLEASE SIGN AND FORWARD

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Mancy Barnes
Nancy Barnes, Paralegal

Enclosures

PLEASE ACKNOWLEDGE RECEIPT

22:C:DDW/SOS-B&K



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

December 31, 2001

NANCY BARNES CAREY O'MALLEY WATAKER & MANSON, P.A. 712 S. OREGON AVENUE TAMPA, FL 33606

SUBJECT: B & K HOLDINGS, LLC Ref. Number: L01000021605

We have received your document for B & K HOLDINGS, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must entitle your document either Articles of Correction or Amended Articles of Organization. You can not say Corrected and Amended.

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) 245-6913.

Diane Cushing Corporate Specialist

Letter Number: 601A00067647

FILED

Article of Amendment of B & K Holdings, LLC

THIS IS TO CERTIFY THAT:

FIRST:

This Article amends the Articles of Organization of B & K Holdings, LLC.

SECOND:

The Articles of Organization were filed with the Florida Department of State

on December 13, 2001.

THIRD:

Article 5 of the Articles of Organization previously provided as follows:

Article 5 MEMBERS

The initial members of the limited liability company are:

William J. Barry

Elizabeth A. Barry

17924 Spencer Road

17924 Spencer Road

Odessa, FL 33556

Odessa, FL 33556

FOURTH:

Article 5 of the Articles of Organization, as amended, provides as follow

Article 5 MEMBERS

The initial, sole member of the limited liability company is:

Southern Power and Controls Corporation

17924 Spencer Road Odessa, FL 33556

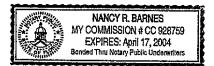
IN WITNESS WHEREOF, this Article of Amendment has been duly executed and is being filed in accordance with Section 608.411 F.S., this _3 day of January, 2002.

Daniel D. Whitaker/Authorized Representative Of the Initial Member

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 3 day of January, 2002 by Daniel D. Whitaker, who is personally known to me.

SEAL



Many R. Barnes
Notary Public. State of Florida

22:C:DDW/B&K-A/Am.