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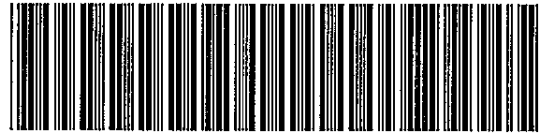
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December 3, 2002

Florida Department of State
 Division of Corporations
 Attn: Brenda Tadlock
 409 E. Gaines St.
 Tallahassee, FL 32399

Re: Filings

Dear Brenda:

Please find enclosed two sets of documents to be filed. Please first file the enclosed Articles of Merger with Plan of Merger attached, to be effective at 12:01 a.m. on January 1, 2003. Second, please file the enclosed Articles of Amendment to Articles of Organization, to be effective at 12:02 a.m. on January 1, 2003. I have enclosed a check for \$275 for the filing fees and various certified copies as listed below:

Filing fee for Articles of Merger	\$ 50.00
3 certified copies of Articles of Merger documents	\$ 90.00
7 certificates of merger (not cert. of status)	\$ 35.00
Filing fee for Articles of Amendment	\$ 25.00
9 certificates of status regarding amendment name change	\$ 45.00
1 certified copy of Articles of Amendment	\$ 30.00
Total	\$275.00

EFFECTIVE DATE
1/1/03

SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 02 DEC -4 PM 4: 29

FF 25.00
 9 N/A cents 45.00
 30.00

Florida Department of State
Attn: Brenda Tadlock
Page 2
December 3, 2002


If I have figured the fee incorrectly, please let me know and I will promptly forward a check for the additional fees. Please call me if you have any questions regarding the documents requested. My direct line is (225)376-3620.

I have enclosed a return Fed Ex airbill. If possible, please send the documents to me via Fed Ex using the enclosed airbill.

Thank you for your assistance. Please call if you need any additional information.

Yours truly,

BREAZEALE, SACHSE & WILSON, L.L.P.


Michele B. Mayeux
Tax Assistant

/mm
Enclosures

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

ANGELO IAFRATE CONSTRUCTION, L.L.C.

(Present Name)
(A Florida Limited Liability Company)

EXPIRES DATE
1/1/03

02 DEC -4 PM 4:29
FLORIDA
SECRETARY OF STATE
DIVISION OF CORPORATIONS

FIRST: The date of filing of the articles of organization was July 31, 1998.

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

"ARTICLE I - Name

The name of the Limited Liability Company is: James Construction Group, L.L.C."

THIRD: This amendment to the articles of organization shall be effective as of 12:02 a.m. on January 1, 2003.

Dated NOVEMBER 25, 2002.



Signature of a member or authorized representative of a member

Dominic Iafrate

Typed or printed name of signee

Filing Fee: \$25.00