PROFESSIONAL ASSOCIATION
SUITE 200
150 NORTH FEDERAL HIGHWAY
FORT LAUDERDALE, FLORIDA 33301

FACSIMILE (954) 467-6508

January 24, 2001

700003591017--6 -01/29/01--01142--015 *****35.00 *****35.00

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

Re:

TELEPHONE (954) 467-9200

Amendment to Articles of Incorporation of RED BUG & OVIEDO CORPORATION

Charter No. P00000027170

Dear Sirs:

Enclosed please find the original and one (1) copy of the Articles of Amendment to Articles of Incorporation for the above-referenced corporation. I am also enclosing my check in the amount of \$35.00, which represents the filing fee required to file the amendment. Please return a certified copy of the Articles to this office.

Should you have any questions regarding the foregoing, please call me.

Sincerel

JOHN P. WILKES, ESQUIRE

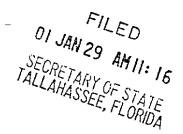
JPW/jts Enclosures cc: client

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

OF



RED BUG & OVIEDO CORPORATION

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Article of Amendment to its Articles of Incorporation:

FIRST: Amendment(s) adopted:

- (A) Article One (I) is being amended to change the name of the corporation to be: MURRELL & BARNES DEVELOPMENT CORPORATION.
- (B) Article Eight (VIII) is being amended to change the address of the registered agent of the corporation to be John P. Wilkes, Esquire, 901 South Federal Highway, Suite 101, Fort Lauderdale, Florida 33316.

SECOND: Neither of the amendments herein provide for an exchange, reclassification or cancellation of issued shares.

THIRD: The date of each amendment's adoption: January 23, 2001.

FOURTH: The amendments were adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 23 day of 56 0.00, 2001.

RED BUG & OVIEDO CORPORATION

Williams A. Joyder, as Chairman

and Director

STATE OF FLORIDA COUNTY OF BROWARD

Succession of the Succession o

Jean T. Sherman
Notary Public, State of Florida
Commission No. CC 664174
My Commission Exp. 07/20/2001

BEFORE ME the undersigned authority personally appeared WILLIAMS A. JOYNER, as Chairman and Director of RED BUG & OVIEDO CORPORATION, who is personally known to me, and he acknowledged that he executed the same as said officer for the purpose therein expressed.

SWORN TO AND SUBSCRIBED before me this 23 day of January 2001.

My commission expires:

(Print name and commission number)

JEAN T. SHERMAN

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That MURRELL & BARNES DEVELOPMENT CORPORATION desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Fort Lauderdale, Florida designates JOHN P. WILKES, ESQUIRE located at 901 South Federal Highway, Suite 101, City of Fort Lauderdale, County of Broward, State of Florida as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

JOHN P. WILKES
Registered Agent