P0000054444

Date:

May 14, 2001

From:

Melissa Sauls

509 East Crystal Lake Street

Orlando, FL 32806

Re:

Articles of Amendment for

The Franklin Bay Company, Inc.

Please find enclosed Articles of Amendment to the Articles of Incorporation for The Franklin Bay Company, Inc. Also enclosed is a personal check in the amount of \$43.75 \$35.00 filing fee and \$8.75 for one certified copy.

Should any additional information be required, please contact me as listed above.

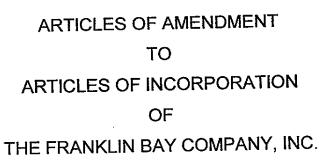
Respectfully,

Registered Agent for

The Franklin Bay Company, Inc.

Amend

V. SHEPARD MAY 23 2001



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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:

ARTICLE I – NAME: The name of this corporation is The Franklin Bay Company Inc. and its principal place of business and mailing address is 3529 Rosswood Drive, Orlando, Florida 32806.

ARTICLE III – PURPOSE: This corporation is organized for the purpose of transacting any and all lawful business, including, but not limited to, Residential and Commercial Construction.

ARTICLE V – REGISTERED OFFICE AND AGENT: The street address of the registered office of this corporation is 3529 Rosswood Drive, Orlando, Florida 32806, and the name of the registered agent of this corporation at that address is Leonard W. Sauls.

ARTICLE VI – BOARD OF DIRECTORS: This corporation shall have one (1) director. The number of directors may be either increased or diminished from time to time in accordance with the By-Laws, but shall never be less than one (1). The name and address of the directors of this corporation are:

Leonard W. Sauls 3529 Rosswood Drive Orlando, FL 32806 **SECOND:** Amended Stock Share(s)

On a motion duly made, seconded, and unanimously adopted, it was: **RESOLVED**, that the officers of this corporation transfer 100% of its shares in exchange for cash at a price of \$1.00 per share to the following named persons in the amounts set forth opposite their respective names, said shares to be issued following receipt of the purchase price.

Existing Name Of Shareholder	Stock Transferred To	Number of Shares
Chris W. Sauls	Leonard W. Sauls	50
Melissa J. Sauls	Leonard W. Sauls	50

THIRD: The date of each amendment's adoption: May 14, 2001

FOURTH: Adoption of Amendment(s) (check one)

- **X** The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.
- The amendments were approved by the shareholders through voting groups.
- The amendments were adopted by the board if directors without shareholder action and shareholder action was not required.
- The amendments were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 14th day of May 2001.

(By the Chairman, Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

Vice President

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Amendment to the Articles of Incorporation of The Franklin Bay Company Inc., hereby accepts such appointment this <u>14th</u> day of May 2001, and states that he is familiar with, and accepts, the obligations provided for in section 607.0505, Florida Statutes.