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DIVISION OF CORPORATIONS

21/30/06 Anns

TJC T.J. CUNNINGHAM JR. P.A. ATTORNEY AND COUNSELOR AT LAW

1860 OLD OKEECHOBEE ROAD, SUITE 203 • WEST PALM BEACH, FL 33409 • TELEPHONE (561) 686-0042 • FAX (561) 686-0071 T.J. "JIMMY" CUNNINGHAM JR.

January 23, 2007

DIVISION OF CORPORATION Corporate Filings P.O. BOX 6327 Tallahassee, Florida 32314

Re: Brooks Air Conditioning and Heating INC.

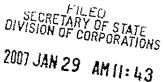
To Whom It May Concern:

Please find the enclosed payment for our client 's amendment of Article of Incorporation of Brooks Air Conditioning.

If there are any questions, please feel free to call.

Very Truly Yours,

T.J. "Limmy" Cupringham



ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF BROOKS AIR CONDITIONING AND HEATING, INC.

TO: Department of State Tallahaşsee, Florida

Pursuant to the provisions of Section 667.1001 and 607.1002, Florida Statutes, the undersigned Corporation submits the following Articles of Amendment:

- The name of the corporation is BROOKS AIR CONDITIONING AND HEATING, INC.
- 2. The following amendments to the Articles of Incorporation were adopted by the Board of Directors on the 27th day of December, 2006, to wit:

SHARES OF STOCK

51%

KATHY C. BROOKS – President/Treasurer 1112 Gibraltar Street Royal Palm Beach, Florida 33411

THOMAS W. BROOKS – Vice President 49 % 112 Gibraltar Street Royal Palm Beach, Florida 33411

- 3. Shareholder approval is not required in this transaction in that the majority shareholder, Thomas W. Brooks, is reducing his shares of ownership from 51% to 49% in favor of his wife, Kathy C. Brooks.
- The above stated amendment shall become effective on the 27th day of December, 2006.

IN WITNESS, the undersigned officers of the corporation have executed these Articles of Amendment on the ______ day of January, 2007.

BROOKS AIR CONDITIONING AND HEATING, INC.

KATHY C. BROOKS - Director

THOMAS W PROOVS Director

STATE OF FLORIDA COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared KATHY C. BROOKS and THOMAS W. BROOKS, known to me to be the persons who executed the foregoing Articles of Amendment, and they acknowledged that they executed those Articles of Amendment.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the State and County aforesaid, this 10th day of January, 2007.

NOTARY PUBLIC

MY COMMISSION EXPIRES:

SUZANNE G. MORRIS MY COMMISSION # DD 381852 EXPIRES: January 22, 2009

J. CUNNINGHAM, JR.

Florida Bar No.

Attorney for Directors

1860 Old Okeechobee Road, Suite 203

West Palm Beach, Florida 33409

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