A LIMITED LIABILITY PARTNERSHIP 2650 BISCAYNE BOULEVARD MIAMI, FLORIDA 33137-4590

TELEPHONE (305) 576-1300 (305) 576-1331 FACSIMILE

TOBIAS SIMON (1929 - 1982) OTTO DE CORDOBA THOMAS M, PFLAUM + JEFFREY RUBINSTEIN + NEAL L. SANDBERG ROGER J. SCHINDLER

TERRI GRUMER SONN ◆ SUZANNE WHEELER

March 15, 2002

+ Of Counsel

State of Florida - Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re:

Articles of Amendment to Articles of Incorporation of

American Drywall Systems, Inc.

Dear Sir or Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation of American Drywall Systems, Inc. and our firm check in the sum of \$35.00. We would appreciate confirmation, thank you.

Please proceed accordingly. Your prompt attention is most appreciated. If you have any questions, feel free to contact me. Thank you.

/rtr

Enclosures

Legal Assistant

gave authorization to add date of adoption. 3/2, B

Anend.

v shepard Mar 2 2 2002

DIVISION OF CORPORATIONS 02 MAR 18 PM 3: 23

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

 	American Drywall Systems, Inc.
	(present name)
	P 00000097502
_	(Document Number of Corporation (If known)

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: (indicate article number(s) being amended, added or deleted)

(1) Article 5 is amended as follows:

President: Francisco Jose Matallana

Secretary: Gustavo Lopez

(2) Article 6 is amended as follows:

Directors of the Corporation shall be:

Francisco Jose Matallana Gustavo Lopez

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: March 13, 2001.		
FOURTE	: Adoption of Amendment(s) (CHECK ONE)		
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):		
	"The number of votes cast for the amendment(s) was/were sufficient for approval by(voting group)		
X	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.		
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
Signature	Signed this 13th day of MARCH , 2002.		
orgnature_	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)		
OR			
(By a director if adopted by the directors)			
	OR		
	(By an incorporator if adopted by the incorporators)		
	Andres Zuniga (Typed or printed name)		
	Chairman Board of Directors		
	(Title)		

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