

To:
Subject:

Division of Corporations

PO1000107832

From: Michele Hofden

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Florida Department of State
Division of Corporations
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H & D CONSTRUCTION CO., INC.

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From: Michele Holden

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
H & D CONSTRUCTION CO., INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Pursuant to Sections 607.0120 and 607.1003 of the Florida Business Corporation Act, H & D Construction Co., Inc., a Florida corporation, hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the Corporation is H & D Construction Co., Inc. (the "Corporation").
2. The date of adoption of the resolution approving the following amendments by the Board of Directors of the Corporation is September 11, 2008.
3. Article I of the Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

"The name of the corporation is:

H&D Road and Utilities Incorporated"
4. Article IV of the Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

"The number of shares the corporation is authorized to issue is: 10,000,000 shares of common stock.

Immediately upon the filing of these Articles of Amendment to the corporation's Articles of Incorporation (the "Filing Date"), each outstanding share of the corporation's common stock will be split, automatically and without further action, into 10,000 shares of common stock. Such split shall be effected on a holder-by-holder basis, and any fractional shares resulting from such split shall be rounded up to the nearest whole share."
5. Adoption of the foregoing amendments was approved unanimously by all of the directors and shareholders of the Corporation on September 11, 2008, which was sufficient votes cast in favor of approval of the amendment.

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IN WITNESS WHEREOF, I have executed these Articles of Amendment, as President of
the Corporation, this 18 day of September, 2008.


Michael DiGiacomo, President

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