

Division of Corporations

P020000 44630

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H02000207498 5)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0380

From:

Account Name : BOND, SCHOENECK & KING, P.A.
Account Number : I20010000122
Phone : (941) 262-8000
Fax Number : (941) 262-6908

FILED
02 OCT -3 PM 4:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
02 OCT -3 PM 3:30
DIVISION OF CORPORATIONS

BASIC AMENDMENT
PRE-CAST KEYSTONE, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

AMEND
KRG
10-3

Electronic Filing Menu

Corporate Filing

Public Access Help

OCTOBER 3, 2002

PRE-CAST KEYSTONE, INC.
4610 ENTERPRISE AVENUE
NAPLES, FL 33104

SUBJECT: PRE-CAST KEYSTONE, INC.
REF: P02000044630

WE RECEIVED YOUR ELECTRONICALLY TRANSMITTED DOCUMENT. HOWEVER,
THE DOCUMENT HAS NOT BEEN FILED. PLEASE MAKE THE FOLLOWING
CORRECTIONS AND REFAX THE COMPLETE DOCUMENT, INCLUDING THE
ELECTRONIC FILING COVER SHEET.

THIS CORPORATION IS A PROFIT CORPORATION. FLORIDA STATUTE 607
REGULATES CORPORATIONS FOR PROFIT. PLEASE CHANGE THE WORDING OF
THE LAST SENTENCE OF #2, TAKING OUT "NOT FOR PROFIT".

PLEASE RETURN YOUR DOCUMENT, ALONG WITH A COPY OF THIS LETTER,
WITHIN 60 DAYS OR YOUR FILING WILL BE CONSIDERED ABANDONED.

IF YOU HAVE ANY QUESTIONS CONCERNING THE FILING OF YOUR
DOCUMENT, PLEASE CALL (850) 245-6880.

KAREN GIBSON
DOCUMENT SPECIALIST

FAX AUD. #: H02000207498
LETTER NUMBER: 302A00055717

((H02000207498 5))

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
PRE-CAST KEYSTONE, INC.

FILED
02 OCT -3 PM 4:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Under Section 607.1006 of the Florida Business Corporation Act

The undersigned, being the President and Secretary of the Florida for-profit corporation Pre-Cast Keystone, Inc., do hereby state:

1. The name of the Corporation is PRE-CAST KEYSTONE, INC. ("Corporation").
2. The date of filing the Articles of Incorporation in the Office of the Department of State of Florida is April 24, 2002. The Articles of Incorporation were given document number P02000044630. The Articles of Incorporation were filed under Section 607.0202 of the Florida Business Corporation Act.
3. The Articles of Incorporation were amended on May 15, 2002.
4. The Corporation is a corporation as defined under Section 607.0301 of the Florida Business Corporation Act.
5. The Articles of Incorporation of the Corporation are hereby amended to add new Article 11 and new Article 12 as follows:

Article 11. Indemnification.

A. The Corporation shall indemnify, to the full extent then permitted by law, any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a Director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a Director, trustee, officer, employee or agent of another corporation, domestic or foreign, non-profit or for profit, partnership, joint venture, trust, or other enterprise, provided, however, that the Corporation shall indemnify any such agent (as opposed to any Director, officer or employee) of the Corporation to an extent greater than that required by law only if and to the extent that the Directors may, in their discretion, so determine.

((H02000207498 5))

(((H02000207498 5)))

B. Advance Payment of Expenses. Expenses, including attorney's fees, incurred in defending any action, suit or proceeding referred to in Section A. of this Article may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding as authorized by the Directors in the specific case upon receipt of an undertaking by or on behalf of the Director, officer, employee or agent to repay such amount, unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this Article.

C. Non-Exclusive. The indemnification provided in this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any law, the Articles of Incorporation, the Corporation's By-Laws, or any agreement, vote of shareholders or of disinterested Directors or otherwise, both as to action in official capacities and as to action in an another capacity while he is a Director, officer, employee or agent, and shall continue as to a person who has ceased to be a Director, officer, employee or agent and shall inure to the benefit of heirs, executors and administrators of each such person.

D. Insurance. The Corporation may, to the full extent then permitted by law, purchase and maintain insurance on behalf of any person who is or was a Director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a Director, trustee, officer, employee or agent of another corporation, domestic or foreign, non-profit or for profit, partnership, joint venture, trust, or other enterprise against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability.

Article 12. Quorum and Voting Requirements.

Two-thirds (2/3) of the shares entitled to vote at all special or annual meetings of the shareholders of the Corporation shall constitute a quorum. All actions requiring the approval of the shareholders of the Corporation shall be approved only upon the affirmative vote of at least two-thirds (2/3) of all shares entitled to be voted, unless a greater majority is required by these Articles of Incorporation, the Corporation's By-Laws, or the Business Corporation Act.

6. This Amendment to the Articles of Incorporation of the Corporation was authorized by a Unanimous Written Consent of Shareholders and Directors of the Corporation by unanimous written consent in Lieu of Special Meeting, dated September 20th, 2002, pursuant to F.B.C.A. §607.0704 and §607.0821.


7. The undersigned, the President and the Secretary of the Corporation, have been duly authorized to execute and file this Articles of Amendment by the unanimous written consent of the Shareholders and Directors, pursuant to §607.0704 and §607.0821 of the Florida Business Corporation Act.

8. In all other respects, the Articles of Incorporation shall remain as they were prior to these Articles of Amendment being adopted.

(((H02000207498 5)))

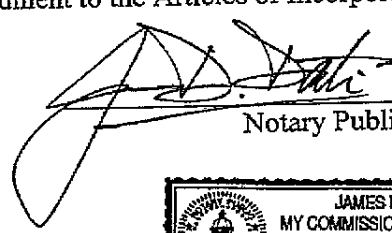
((H02000207498 5)))

IN WITNESS WHEREOF, the undersigned has made and subscribed and acknowledged these Articles of Amendment this 20th day of September, 2002.


Gary Golenberg, President & Secretary

STATE OF FLORIDA)
) ss.:
COUNTY OF LEE)

On September 20th, 2002, Gary Golenberg being duly sworn, deposes and says that he is President and Secretary of Pre-Cast Keystone, Inc., the Corporation described in the foregoing Articles of Amendment; and that the Shareholders and Directors of the Corporation, by unanimous written consent, dated September 20, 2002, authorized the deponent to execute and file the foregoing Articles of Amendment to the Articles of Incorporation.


Notary Public



((H02000207498 5)))