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BASIC AMENDMENT

KILGORE'S BRICK PAVERS, INC.

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B 4/15/05
Amend
4/14/2005

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05 APR 14 PM 4:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF
KILGORE'S BRICK PAVERS, INC.**

Pursuant to the provisions of Florida Statute § 607.1006, the corporation adopts the following articles of amendment to its articles of incorporation:

- 1. The name of the corporation is **KILGORE'S BRICK PAVERS, INC.**
- 2. The text of each amendment as adopted is as follows:

Article IV of the original Articles of Incorporation is deleted and the following new Article 4 is substituted in lieu thereof:

ARTICLE IV - STOCK

The aggregate number of shares which the corporation shall have authority to issue is 2,000 of which 1,000 shares with \$1 par value shall be designated "non voting common" and 1,000 shares with \$1 par value shall be designated "voting common".

All shares of stock issued and outstanding prior to the adoption of this amendment shall be reclassified as voting common shares.

Article VIII of the original articles of incorporation is deleted and the following new Article VIII is substituted in lieu thereof:

**ARTICLE VIII -
PREFERENCES, LIMITATIONS AND RELATIVE RIGHTS OF SHARES OF
CAPITAL STOCK**

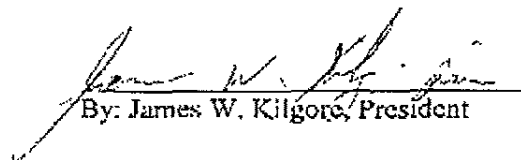
The relative rights, privileges, and limitation of the voting common shares and the nonvoting common shares shall be in all respect identical, share for share, except that the voting power for the election of directors and all other purposes shall be vested exclusively in the holders of the voting common shares and, except as other required by law, the holders of the nonvoting common shares shall not have any voting power or be entitled to receive any notice of meetings of shareholders.

- 3. This amendment was adopted on April 12th, 2005.
- 4. This amendment was approved and adopted by the shareholders of the corporation at a meeting held for that purpose on April 12th, 2005. The shareholders voted unanimously in favor of the adoption of the amendment which was sufficient for approval.

5. This amendment will be effective immediately.

In witness whereof, I hereunto subscribe my name on April 14th, 2005.

Kilgore's Brick Pavers, Inc.


By: James W. Kilgore, President