P02000/07425 03 MAR -3 M 3-16-

Mike & Beth Clark 3327 - 25th Street North St. Petersburg, JL 33713	
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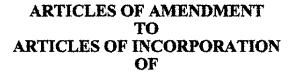


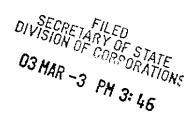
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Amend.

V SHEPARD MAR 1 0 2003





Bay to Bay Remodeling, Inc.	
	,
(present name)	
P02000107425 (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)

VII. Remove Shawn S. Brewer from list of officers
VIII. Add Jason M. Clark as Vice President
PD Box 61542, St. Petersburg, FL 33784

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: Warch 1, 2003.	
	: 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	
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	
Œ	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	
	Signed this 1st day of March 2003	
Signature M. July 115		
(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)	
	J. Michael Clark II (Typed or printed name)	
(Typed or printed name)		
	President/Incorporator	