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Amendment
10/06/05
DC

Neal E. Young

Attorney at Law

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September 27, 2005

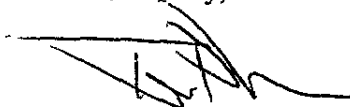
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Phelps Builders Group, Inc.

To Whom It May Concern:

Enclosed is the Articles of Amended of Incorporation of Phelps Builders Group, Inc. I have also enclosed our check for \$35.00 for the filing fee. If you need anything further, please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read 'Teri Warren', with a horizontal line extending to the left.

Teri Warren
Legal Assistant

Enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PHELPS BUILDERS GROUP, INC.**

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:

Article I:

Michael J. Mahler has hereby been appointed Vice-President of the corporation with full signatory authority to act on behalf of the corporation.

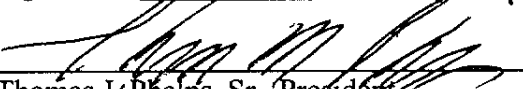
SECOND:

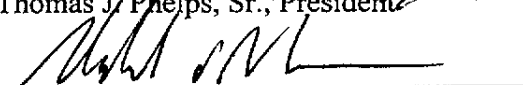
The date of each amendment's adoption is 21 September 2005.

THIRD:

Adoption of Amendments were approved by the shareholders, incorporators and board of directors. The number of votes cast for the amendments were sufficient for approval.

Signed this 21st day of September, 2005.


Thomas J. Phelps, Sr., President


Michael J. Mahler, Vice-President

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