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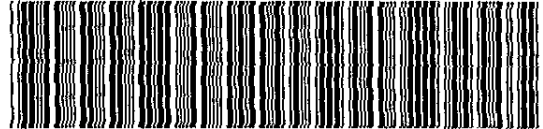
(Business Entity Name)

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
2004 MAY 24 AM 9:02

Amendment / CC/CUS
HTB
5/27/04

TRANSMITTAL LETTER

Department of State
Division of Corporations
P O BOX 6327
Tallahassee, FL 32314

SUBJECT: BASS ROOFING, INC.

Dear Sir or Madam:

Please find enclosed for filing one original and one copy of the AMENDED Articles of Incorporation. Also enclosed is a check in the amount \$ 52.50 for the filing fee, certified copy and certificate of status.

Please return to: **BASS ROOFING, INC.
C/O ROBERT W. BASS - PRESIDENT
6018 S.W. 56TH AVENUE
BUSHNELL, FL 33513-8212**

NOTE: *The original and one copy of the AMENDED articles are enclosed.*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

2004 MAY 24 AM 9:02

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BASS ROOFING, INC.**

Pursuant to provision of section 607.1006, Florida Statutes, the Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

ARTICLE IV SHARES

The aggregate number of shares which the Corporation has authority to issue is 1,400 shares of common stock with no par value.

SECOND: Amendment(s) adopted:

ARTICLE V DIRECTORS/OFFICERS

ROBERT W. BASS

MARTIN WILLIAMS

PRESIDENT/DIRECTOR

VICE PRES/DIRECTOR

6018 S.W. 56TH AVENUE

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BUSHNELL, FL 35513-8212

BUSHNELL, FL 33513-8212

THIRD: The date of each amendment's adoption: May 13th, 2004.

FOURTH: Adoption of Amendments

The amendments were adopted by the incorporator(s) without shareholder action and shareholder action was not required.

Signed this 13TH day of May, 2004

Signature 

Robert W. Bass - President/Director