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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATIONS

BASIC AMENDMENT

B & F ROOFING, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
OF
B & F ROOFING, INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, the Articles of Incorporation of the above-named corporation (the "Corporation"), filed with the Department of State on October 8, 2004 and Document Number P04000139836, are hereby amended by the shareholders and Director of the Corporation whereby the number of votes cast for the amendment by the shareholders was sufficient for approval and evidenced pursuant to a written consent in lieu of meeting executed by a majority of the holders of all of the Corporation's Common Stock and all of the Corporation's Directors on November 12, 2004.

The original Articles of Incorporation are hereby amended as follows:


I

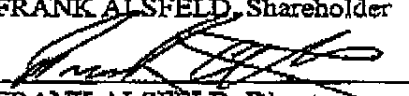
Article XI is hereby deleted in its entirety and replaced with the following:

**ARTICLE XI
OFFICERS**

The following persons are hereby elected by the Director of the Company to serve as officers of the Corporation until such time as the Director remove said officers:

<u>Name</u>	<u>Officer</u>
Mr. Frank Alsfield	President/Treasurer
Mr. Gabriel Cabral	Vice President/ Secretary


FRANK ALSFELD, Shareholder


FRANK ALSFELD, Director

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