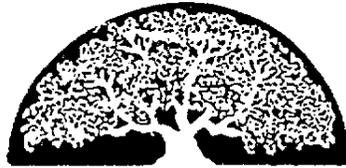


COMMERCIAL
RESIDENTIAL

LICENSED
INSURED



BOOTH

LANDSCAPE, INC.
LANDSCAPING & MAINTENANCE
DENNIS BOOTH

1755 SWEETWATER WEST CIRCLE
APOPKA, FLORIDA 32712
(407) 884-9508

P93000001564

December 17, 1997

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

900002381999--9
-12/24/97--01051--018
*****35.00 *****35.00

Re: Amendment to Corporation Name
Booth Landscape, Inc.

Dear Sirs:

The board of directors of Booth Landscape, Inc. have elected to change the name to Booth Grading & Excavating, Inc. This adoption took effect on December 1, 1997.

Attached is a check for \$35.00 to cover the filing fee for the articles of amendment.

Sincerely,

Dennis M. Booth
Board of Director

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 DEC 24 PM 1:49

APPROVED
AND
FILED

Handwritten notes:
OK
12-24-97
NC
2P8
P93000001564

ARTICLES OF AMENDMENT - NAME CHANGE

NAME OF CORPORATION: BOOTH GRADING & EXCAVATING, INC.

EFFECTIVE DATE: DECEMBER 1, 1997

BOARD OF DIRECTORS MEETING HELD ON DECEMBER 1, 1997, WHEREAS THE PRESIDENT OF BOOTH LANDSCAPE, INC., DENNIS M. BOOTH, ELECTED TO CHANGE THE NAME TO BOOTH GRADING & EXCAVATING, INC. THE AMENDMENT WAS APPROVED BY UNANIMOUS CONSENT BY ITS SOLE SHAREHOLDER AND DIRECTOR, DENNIS M. BOOTH.

BOOTH LANDSCAPE, INC.: OFFICERS

DENNIS M. BOOTH, PRESIDENT

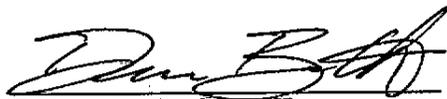
BOOTH GRADING & EXCAVATING, INC.: NEW OFFICERS:

DENNIS M. BOOTH, PRESIDENT

BOOTH GRADING & EXCAVATING, INC.: BOARD OF DIRECTORS:

DENNIS M. BOOTH

SIGNED



DENNIS M. BOOTH
PRESIDENT

SECRETARY OF STATE
TALAHASSEE, FLORIDA

1997 DEC 24 PM 1:49

APPROVED
AND
FILED