

P9300000227a

DEAN, RINGERS, MORGAN AND LAWTON

A PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

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***ADMITTED TO THE DIST. OF COLUMBIA BAR
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* FLORIDA BAR BOARD CERTIFIED
CIVIL TRIAL LAWYER
+ FLORIDA BAR BOARD CERTIFIED
WORKERS' COMPENSATION LAWYER
** ADMITTED TO THE GEORGIA BAR

November 24, 1998

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*****43.75 *****43.75

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

Re: Amended Articles of Incorporation of Housemenders, Inc.

Dear Ladies and Gentlemen:

I have enclosed the original and a duplicate copy of the Amended Articles of Incorporation for Housemenders, Inc., which have been adopted by the board of directors and all shareholders.

Please confirm when the Amended Articles have been filed and approved by your department. Our firm check in the amount of \$43.75 is enclosed.

If you have any questions regarding this, please do not hesitate to contact our office.

Very truly yours,

JOHN D. ROBINSON

JDR:pmg

Enclosures

20800001

Articles
of Amend

30 - 12/17/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 17 9 50:58



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 7, 1998

DEAN, RINGERS, MORGAN & LAWTON
JOHN D. ROBINSON
P.O. BOX 2928
ORLANDO, FL 32802

SUBJECT: HOUSEMENDERS, INC.
Ref. Number: P93000002272

We have received your document for HOUSEMENDERS, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The date of adoption of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption and the effective date. The date of adoption is the date the document was approved.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 298A00057663

DEAN, RINGERS, MORGAN AND LAWTON

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*** ADMITTED TO THE DIST. OF COLUMBIA BAR
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December 14, 1998

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

ATTENTION: CHERYL COULLIETTE, Document Specialist

SUBJECT: HOUSEMENDERS, INC.
Ref. Number: P93000002272
Letter Number: 298A00057663

Dear Ms. Coulliette:

As per our conversation today, I have enclosed the Amended Articles of Incorporation reflecting the adoption date of November 18, 1998.

If this meets with your approval, please process the amended articles and return to me as soon as possible. Please call me if you need anything further. Thank you for your assistance.

Very truly yours,


JOHN D. ROBINSON

JDR:pmg

Enclosures

2080-0001

AMENDED ARTICLES OF INCORPORATION
OF
HOUSEMENDERS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 17 AM 10:58

The Articles of Incorporation of HOUSEMENDERS, INC., a corporation organized under the laws of the state of Florida, filed on January 7, 1993, effective January 4, 1993, assigned Document No. P93000002272, are hereby amended pursuant to Florida Statute 607.1006.

The Articles being simultaneously amended are hereby indicated by the word "AMENDED" before each amended article.

These Amended Articles of Incorporation have been unanimously adopted by the Board of Directors and all shareholders pursuant to Florida Statutes 607.1002 and .1003 at the special meeting held on November 18, 1998.

The Amended Articles of Incorporation shall become effective upon filing with the Department of State.

AMENDED ARTICLES OF INCORPORATION

of

JONATHAN McGRATH CONSTRUCTION, INC.

The undersigned incorporators file with the Department of State of the state of Florida these Amended Articles of Incorporation.

AMENDED ARTICLE I: NAME

The name of this corporation is JONATHAN McGRATH CONSTRUCTION, INC., with a principal office and mailing address of 181 Sheridan Avenue, Longwood, Florida 32750.

ARTICLE II: TERMS OF EXISTENCE

This corporation shall commence as of the date of the complete execution and acknowledgment of these Amended Articles and shall have perpetual existence.

ARTICLE III: NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV: CAPITAL STRUCTURE

the total number of shares of capital stock authorized to be issued by the corporation will be one thousand (1,000) shares of common stock of the same class, having a par value of no par per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

AMENDED ARTICLE V: REGISTERED OFFICE AND REGISTERED AGENT

The street address of the corporation is: 181 Sheridan Avenue, Longwood, Florida 32750. The registered agent of the corporation is: Marion McGrath at 181 Sheridan Avenue, Longwood, Florida 32750. The Board of Directors may, from time to time, move the principal office to any other address.

ARTICLE VI: BOARD OF DIRECTORS

There shall be a Board of Directors for this corporation which shall consist of not less than one (1) person. Except for the number constituting the initial Board of Directors, the number of directors may be increased or diminished from time to time by the By-Laws adopted by the shareholders.

AMENDED ARTICLE VII: BOARD OF DIRECTORS

The name and street address of the Board of Directors of this corporation, who, subject to these Amended Articles of Incorporation and the laws of the state of Florida, shall hold office until the annual meeting of the shareholders or until his/her successor is elected and qualifies, or until his/her resignation, removal from office or death is:

Jonathan B. McGrath
181 Sheridan Avenue
Longwood, Florida 32750

Marion McGrath
181 Sheridan Avenue
Longwood, Florida 32750

ARTICLE VIII: INCORPORATION

The name and address of the incorporators of these Articles of Incorporation are:

Jonathan B. McGrath
181 Sheridan Avenue
Longwood, Florida 32750

ARTICLE IX: BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors or the shareholders.


ARTICLE X: INDEMNIFICATION

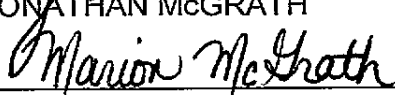
This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI: AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Amended Articles or any amendment hereto, any right conferred upon the shareholders are subject to this resolution.

IN WITNESS WHEREOF, the incorporators have executed these Amended Articles this 18th day of November, 1998.



JONATHAN McGRATH


MARION McGRATH

STATE OF FLORIDA

COUNTY OF Seminole

BEFORE ME, the undersigned officer, duly authorized in the State and County aforesaid to administer oaths and take acknowledgments, personally appeared JONATHAN McGRATH and MARION McGRATH, known to me to be the persons who executed the foregoing Articles of Incorporation known as JONATHAN McGRATH CONSTRUCTION, INC. and who acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 18th day of November 1998.

Mary Lou Hunt
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



Mary Lou Hunt
MY COMMISSION # CC629361 EXPIRES
March 12, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

I, MARION McGRATH, having been named to act as Registered Agent for this above named corporation, at the place designated in the foregoing Amended Articles of Incorporation, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Marion McGrath
MARION McGRATH

STATE OF FLORIDA

COUNTY OF Seminole

BEFORE ME, the undersigned officer, duly authorized in the State and County aforesaid to administer oaths and take acknowledgments, personally appeared MARION McGRATH, known to me to be the person described as the Registered Agent of the corporation known as JONATHAN McGRATH CONSTRUCTION, INC. and who acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State and County last aforesaid this 18th day of November 1998.

Mary Lou Hunt
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



Mary Lou Hunt
MY COMMISSION # CC629361 EXPIRES
March 12, 2001
BONDED THRU TROY FAIR INSURANCE, INC.