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Secretary of State  
Division of Corporations  
409 E Gaines Street  
Tallahassee, FL 32399

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-10/26/98--01001--014  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

**RE: NEWCO CONSTRUCTION OF AMERICA, INC.  
REQUEST FOR REINSTATEMENT**

Dear Madam/Sir:

Enclosed please a check in the amount of \$1350 with attached Application for Reinstatement of Newco Construction of America, Inc., f/k/a Newco Construction Company, Inc., which was administratively dissolved in 1994. Also enclosed is a check in the amount of \$35 with attached Articles of Amendment.

After you have reinstated the Corporation, please return a conformed copy of the Application for Reinstatement and Articles of Amendment to this office. I have enclosed a return prepaid envelope for your convenience.

If you have any questions, please contact me. Thank you.

Sincerely,

*L. Edmonds*

Linda Edmonds, Paralegal to  
PETER C. PAPPAS, ESQUIRE

Date: 10/22/98  
File  
enclosures  
cc: Bill Brown

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 23 AM 11:01

N/C  
Amend  
Sp 10/26/98

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
NEWCO CONSTRUCTION COMPANY**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

98 OCT 23 AM 11:01

The undersigned President of Newco Construction Company hereby certifies that on the 6 day of October, 1998, the sole member of the Board of Directors and the Shareholder of Newco Construction Company, Inc., (such Shareholder being the only class designated to vote on such amendment and such Shareholder constituting a sufficient number of votes cast for approval of the amendment), by written action in lieu of a joint special meeting in accordance with the provisions of Sections 607.0821 and 607.0704, Florida Statutes, approved a resolution amending Article I of the Articles of Incorporation of Newco Construction Company and that the following is a true and correct copy of said resolution:

**"RESOLVED**, that Article I of the Articles of Incorporation is hereby amended to read as follows:

Article I. Name. The name of the corporation is Newco Construction of America, Inc.

**FURTHER RESOLVED**, that the Officers of the Corporation are hereby authorized and directed to take any and all action necessary to effect such amendment."

Executed this 6 day of October, 1998.

(CORPORATE SEAL)

NEWCO CONSTRUCTION COMPANY


By: \_\_\_\_\_


William P. Brown, President

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me by William P. Brown, who is personally known to me, in his capacity as President of Newco Construction Company, a Florida corporation, who acknowledged before me that he executed same on behalf of the corporation and with full corporate authority, and who did give an oath.

WITNESS my hand and official seal in the State and County last aforesaid, this 6th day of October, 1998.

 L. Edmonds  
My Commission **CC853682**  
Expires June 15, 2001

  
Notary Public Signature  
L. Edmonds  
State of Florida  
My Commission Expires: 6/15/2001

**WRITTEN ACTION IN LIEU OF A  
JOINT SPECIAL MEETING OF  
THE BOARD OF DIRECTORS AND SHAREHOLDERS  
OF  
NEWCO CONSTRUCTION COMPANY**

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The undersigned, being the sole member of the Board of Directors and the Shareholder of Newco Construction Company, Inc., a Florida corporation, hereby takes the following actions in lieu of holding a meeting regarding the same, pursuant to Florida Statute Sections 607.0821 and 607.0704:

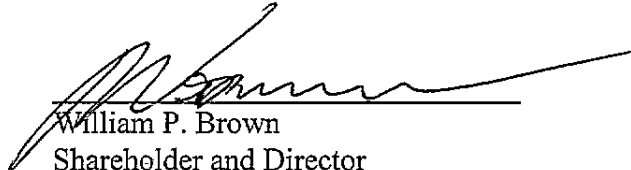
**"RESOLVED**, that Article I of the Articles of Incorporation is hereby amended to read as follows:

Article I. Name. The name of the corporation is Newco Construction of America, Inc.

**FURTHER RESOLVED**, that the Officers of the Corporation are hereby authorized and directed to take any and all action necessary to effect such amendment."

Execution of this Written Action by the undersigned, being the sole member of the Board of Directors and the Shareholder, pursuant to Sections 607.0704 and 607.0821, Florida Statutes, and the subsequent insertion of this Certificate in the Corporate Records Book waives any requirement of a formal meeting to conduct the business referred to herein.

Executed this 6 day of October, 1998.

  
\_\_\_\_\_  
William P. Brown  
Shareholder and Director