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6/11/98

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CONTACT: ~~LEE~~ *Lee*
PHONE: (305) 672-0686 FAX #: (305) 672-9110
NAME: STANDARD AIR CONDITIONING, INC.
AUDIT NUMBER.....H98000010974
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Amend

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ARTICLES OF AMENDMENT**Article I. Name**

The name of this Florida corporation is: Standard Air Conditioning, Inc. (the "Corporation").

Article II. Amendment

The Articles of Incorporation of the Corporation are amended as follows:

Article VIII

The name of each member of the Board of Directors is: Shelby Hines.

Article XI

The name and address of the registered agent of the Corporation is:
Shelby Hines
7542 West McNab Road, Bay #10, Building D
North Lauderdale, FL 33068

Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on June 12, 1998.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

The undersigned executed this document on the date shown below.

Standard Air Conditioning, Inc.

By: Shelby Hines

Name: Shelby Hines

Title: President

Date: 6/12/98

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE****CORPORATION:**

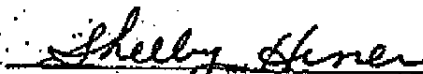
Standard Air Conditioning, Inc.

REGISTERED AGENT/OFFICE:

Shelby Hines

7542 West McNab Road, Bay #10, Building D
North Lauderdale FL 33068

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

SHELBY HINES
President

Date: June 12, 1998.

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