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December 15, 1998

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-12/17/98--01124--011

*****35.00 *****35.00

Division of Corporations
Florida Department of State
409 E. Grimes St.
Tallahassee FL 32399

Re.: Articles of Amendment for Foret & Grubbs Construction Co., Inc.

Dear Division:

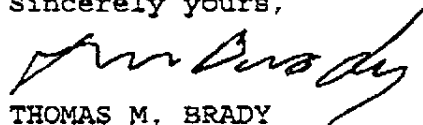
Please file the enclosed subject Articles of Amendment and return
a conformed copy to me.

My client's check for the \$35.00 filing fee is enclosed.

Please call if you have any questions.

In order to expedite the filing request, you are receiving the
copy of this letter that I forwarded to my client via facsimile
transmission.

Sincerely yours,



THOMAS M. BRADY

cc: Foret & Grubbs Construction Co., Inc.

NC
1-5-99
D#5SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 DEC 17 PM 1:10

FILED

**ARTICLES OF AMENDMENT
TO THE CHARTER OF
FORET & GRUBBS CONSTRUCTION CO., INC.,
a Florida corporation**

FILED
98 DEC 17 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Foret & Grubbs Construction Co., Inc., a Florida corporation,
hereby amends Article I of its corporate charter as follows:

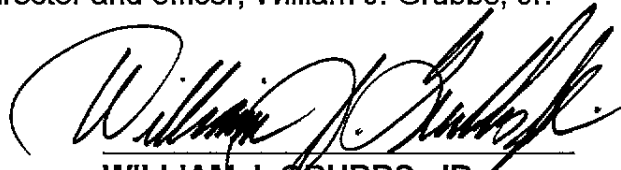
1. The original Article I is hereby deleted and replaced by the following:

ARTICLE I - NAME

The name of the corporation is Grubbs & Rutland
Construction Company, Inc.

2. The effective date of this amendment is the date these Articles of Amendment are filed with the Secretary of State, State of Florida.

3. This amendment was adopted on December 15, 1998 by the corporation's sole shareholder, director and officer, William J. Grubbs, Jr.



WILLIAM J. GRUBBS, JR.

President and sole shareholder
and director of Foret & Grubbs
Construction Co., Inc.

**STATE OF FLORIDA
COUNTY OF SANTA ROSA**

The foregoing instrument was acknowledged before me this 15th
day of December, 1998 by William J. Grubbs, Jr., both individually and
as President, sole director and officer of Foret & Grubbs Construction
Co., Inc., on behalf of such corporation, who is personally known to me
or who has produced _____
as identification.



CHRISTINE A. SEEBER
My Commission CC503512
Expires Oct. 19, 1999

(SEAL)