

Billy Penn

Manufacturers of Quality Building Materials

P93000081560

May 30, 1997

Division of Corporations
PO Box 6327
Tallahassee, FL 32314

FILED
97 JUN -4 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed is the documentation required to change the name of our corporation. Also, we have enclosed a check for this change and a certificate of status. Please forward the certificate to:

John Klarfeld
Billy Penn, Inc.
PO Box 37982
Jacksonville, FL 32236-37982
(904) 783-8400

Respectfully,



John Klarfeld
Controller

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nc

Post Office Box 37982
Jacksonville, FL 32236-37982
800-739-PENN (7366)
(215) 535-0797 Fax

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BRAHMA HOLDINGS CORPORATION

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendments to its articles of incorporation:

FIRST: Amendment adopted:

Effective June 1, 1997, the Board of Directors of Brahma Holdings Corporation has voted to change the name of the corporation to be:

BILLY PENN, INC.

SECOND: N/A

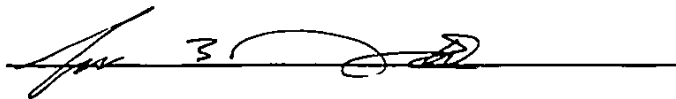
THIRD: The date of each amendment's adoption: June 1, 1997

FOURTH: Adoption of Amendment(s):

The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 30th day of May, 1997.

Signature



Lee B. Jones IV

Typed Name

Chairman of the Board

Title