782 N.W. LEJEUNE ROAD SUITE 350 MIAMI, FLORIDA 33126 MEMBER OF THE MISSOURI AND FLORIDA BARS

> TELEPHONE (305) 448-8838 FAX: (305) 448-2788

May 29, 1997

Secretary of State Division of Corporation 409 E. Gains Street Tallahassee, Florida 32399 100002196381--3 -05/30/97--01089--004 *****35.00 *****35.00

RE: MECHANICAL AND BUILDING ENVIRONMENT SYSTEMS, INC.

Dear Sir/Madam:

Enclosed please find an Amendment to the Articles of Incorporation of Mechanical and Building Environment Systems, Inc. along with a check in the amount of thirty five dollars and 00/100 (\$35.00) for filing. Also, notice that I have enclosed an additional copy with a return FedEx for you to please mail back to me.

If you have any questions please feel free to contact my office.

Thanking you in advance for your prompt attention to this matter.

Very truly yours,

Katty Florez

Enclosures

KF/ymg

97 HAY 30 PH 2: 16
SECRETARY OF STATE
AHASSEE, FLORID,

ANTRE TO

OF

MECHANICAL AND BUILDING ENVIRONMENT SYSTEMS, INC.

WHEREAS, a special meeting of the Board of Directors and Shareholders of MECHANICAL AND BUILDING ENVIRONMENT SYSTEMS, INC., a Florida corporation was called on May 28, 1997, at 782 N.W. Le Jeune Road, Suite 639, Miami, Florida, noticing said Board of Directors and Shareholders as to the proposed amendment to Article IV "Shares of Stock" of the corporation to increase the number of shares which the corporation will be authorized to issue; and

WHEREAS, at the said meeting a proper resolution was adopted by unanimous vote of the Board of Directors and Shareholders approving the aforesaid amendment to Article IV "Shares of Stock" of the corporation; and

WHEREAS, the proposed amendment to Article IV "Shares of Stock" was the only matter to come before the meeting it is

RESOLVED:

That the following subparagraph shall be inserted in Article

IV "Shares of Stock" of the corporation Articles of Incorporation

and shall become a part of same:

ARTICLE IV

The aggregate number of shares which the Corporation shall have authority to issue is the total sum of five hundred (500) shares at no par value.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this Corporation. IN WITNESS WHEREOF, all the Board of Directors and all Shareholders of the corporation thereof, do hereby affix their names and seals hereunto and request the Secretary of State to implement the Amendment as adopted herein, this 28th day of May 1997, in Miami, Dade County, Florida.

ESTHER MABEL LISTE

CONSTITUTING ALL OF THE DIRECTORS AND SHAREHOLDERS OF THE CORPORATION, MECHANICAL AND BUILDING ENVIRONMENT SYSTEMS, INC.

State of Florida)
ss
County of Dade)

I hereby Certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared ESTHER MABEL LISTE, known to me to be the person(s) described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following form(s) of identification of the above-named person(s): Personally known to me, and that an oath was not taken.

Witness my hand and official seal in the County and State last aforesaid this 28th day of May, A.D. 1997.

NOTARY RUBBER STAMP SEAL

Notary Signature

Printed Wotary Signature

CC309095
MY COMMISSION EXP
SEPT 4.1997