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BROWARD (954) 765-1400 / FAX (954) 765-1421

March 3, 2000

FILED
00 MAR -7 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: A-1 QUALITY ROOFING, INC.
Articles of Amendment

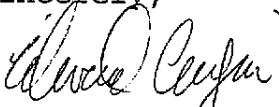
Dear Sir or Madam:

Enclosed herewith please find the Articles of Amendment for the above-referenced corporation, and my operating account check in the amount of \$35.00 covering the filing fee.

Please forward acknowledgment of the same to this office at the above address.

Thank you for your attention to this matter.

Sincerely,



Edward de R. Cayia, P.A.
EC/ss
Enclosures

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-03/07/00--01004--010
*****35.00 *****35.00

Amend.

V. SHEPARD MAR 17 2000

ARTICLES OF AMENDMENT OF
A-1 TOTAL ROOFING, INC.

FILED
00 MAR -7 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby execute and acknowledge these Articles of Amendment for the purpose of amending the Articles of Incorporation filed March 27, 1995.

1. Article 6 of the Articles of Incorporation is hereby amended to read as follows:

ARTICLE 6 - BOARD OF DIRECTORS

The corporation shall have one (1) director. The number of directors may be increased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one (1). The name and address of the director of this corporation is: EDHER GAITAN of 420 N.E. 56th Street, Fort Lauderdale, FL 33334.

IN WITNESS WHEREOF, the undersigned President/Secretary/Director this corporation has executed these Articles of Amendment this 7 day of September, 1999, pursuant to a lawfully held meeting of the Shareholders and Directors on the same date, and approved and ratified at a Special Meeting of the Shareholders and Directors on the same date.

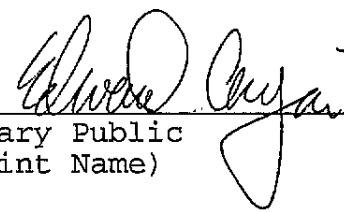


EDHER GAITAN
Pres./Sect./Director

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County aforesaid, personally appeared EDHER GAITAN, identified by FDL 9350-20x-61-122-0, known to me to be the person who executed the foregoing Articles of Amendment, and he acknowledged before me that he executed the same without oath.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County aforesaid, this 7 day of September, 1999.



Notary Public
(Print Name)

My Commission Expires:



Edward Cayla
My Commission CC670645
Expires August 10, 2001