P95000242695

WATERSIDE DEVELOPMENT-CORP.

FL CONTRACTOR LICENSE CB-C052121 POST OFFICE BOX 152 MARCO ISLAND, FLORIDA 34146-0152

TEL: (941) 642-0606 FAX: (941) 642-1815

June 24, 1999

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

RE: -Add Officer to Corp-Document #P95000042695

To Whom It May Concern:

We are requesting the following individual be added to our corporate documents as 2nd Vice President:

Francis Jeffrey Pusateri 250- A 1st Street Bonita Springs, FL 34134 900002924049--7 -07/08/99--01127--013 *****35.00 *****35.00

A copy of our 1999 Corporation Annual Report is attached. It stands correct to date with the addition of the above mentioned, Francis Jeffrey Pusateri.

Thank you.,

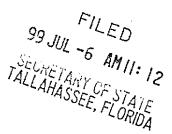
James S. Hagedorn

President

JSH:plf enc.

Amend

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF





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

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

President-James S. Hagedorn
Vice-Pres-Douglas Meester
ADD Vice Pres-Francis Jeffrey Pusateri

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: June 24, 1999
FOURTH: Adoption of Amendment(s) (CHECK ONE)
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
"The number of votes cast for the amendment(s) was/were sufficient
for approval byvi
votnig group
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signed this 24th day of June . 19 99
Signed this 24th day of June, 19 99.
Signature The Signature Residence Signature Residence Signature
(By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
OR
(By a director if adopted by the directors)
(by a director if adopted by the directors)
OR
(By an incorporator if adopted by the incorporators)
James S. HAGEDORN
Typed or printed name
PRESIDENT
Title

•