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PLEASE REPLY TO:

Lake Wales
September 18, 1997

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*****87.50 *****87.50

Corporate Records Bureau
Division of Corporations
DEPARTMENT OF STATE
P. O. Box 6327
Tallahassee, Florida 32314

Re: Florida Highway Emulsions, Inc.

Gentlemen:

Enclosed please find for filing two executed originals of the Certificate of Amendment to Articles of Incorporation of Florida Highway Emulsions, Inc. effective March 31, 1997.

This firm's check is enclosed in the amount of \$87.50 for the filing fee and one certified copy of the Certificate of Amendment to Articles of Incorporation.

Trusting you find the enclosed to be in order, I remain

Sincerely yours,


C. B. Myers

CBM/hls:Enclosures as Stated

FILED
97 SEP 22 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P. 2000 SEP 25 1997

FILED
97 SEP 22 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FLORIDA HIGHWAY EMULSIONS, INC.**

The Articles of Incorporation of **FLORIDA HIGHWAY EMULSIONS, INC.**, as approved and filed on June 28, 1996, in the Office of the Secretary of State of the State of Florida, are hereby amended in the following particulars, effective March 31, 1997:

Article IV. shall be amended to read as follows:

ARTICLE IV

AUTHORIZED SHARES

The corporation shall have only common stock, which shall consist of FIVE HUNDRED (500) authorized shares of VOTING COMMON STOCK, and FOUR THOUSAND FIVE HUNDRED (4,500) authorized shares of NONVOTING COMMON STOCK. The nonvoting common stock and the voting common stock shall have identical rights and privileges, EXCEPT that the nonvoting stock shall have no voting rights. Said stock shall be issued as "small business corporation" stock in accordance

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with the plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1954, as amended.

CERTIFICATE

We, the undersigned, being the President and the Secretary of FLORIDA HIGHWAY EMULSIONS, INC., do hereby certify that at a joint meeting of the Shareholders and Directors duly called and held at the office of C. B. Myers, attorney for the corporation, at 130 East Central Avenue, Lake Wales, Florida, on March 31, 1997, the above Amendment to said Certificate of Incorporation was approved unanimously by the Shareholders and Board of Directors of said Corporation.

IN WITNESS WHEREOF, the President and Secretary have hereto set their hands and the seal of the Corporation this 5th day of September, 1997.

FLORIDA HIGHWAY EMULSIONS, INC.

By 
JOHN R. MAGGARD, President
(Corporate Seal)

Attest:


ROBERT H. MAGGARD, Secretary

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STATE OF FLORIDA

COUNTY OF POLK

BEFORE ME, the undersigned Notary Public, personally appeared JOHN R. MAGGARD and ROBERT H. MAGGARD, as President and Secretary of FLORIDA HIGHWAY EMULSIONS, INC., a Florida corporation, who are personally known to me, and they acknowledged that they executed the above and foregoing Certificate of Amendment as such officers for and on behalf of said Corporation, after having been duly authorized to do so, and that said act is the act of the Corporation.

WITNESS my signature and official seal at Lake Wales, Polk County, Florida, this 15th day of September, 1997.



KAREN J. HENSLEY
COMMISSION # CC 654176
EXPIRES JUN 9, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

Karen J. Hensley
Notary Public
Type name: Karen J. Hensley

(Notary Seal)

Notary Commission Number: CC 654176

Expiration of Commission: 6/9/2001