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Maitland, Florida 32794-8311

May 19, 2000

Secretary of State
Attn: Articles of Incorporation
Post Office Box 5588
Tallahassee, Florida 32314

Re: COMMERCIAL LIGHTING
Business Closing
Our File No.: 00-0086

500003261525--9
-05/22/00--01090--006
*****70.00 *****35.00

Dear Secretary:

Enclosed please find Articles of Amendment to Articles of Incorporation for **COMMERCIAL LIGHTING AND ELECTRICAL SERVICES, INC.** and for **S & M ENTERPRISES OF CENTRAL FLORIDA, INC.**, and our Trust Account Check No. 6280 in the amount of Seventy Dollars and 00/100 (\$70.00) which represents the following costs:

1. Filing Articles of Amendment (2)	\$70.00
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TOTAL AMOUNT OF COSTS DUE:	\$70.00
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I am also enclosing a copy of a document entitled Assignment of Trademark Rights Consent to Incorporation which indicates the consent of the parties to these change names. → **Returned**

Please file these documents at your earliest opportunity and mail them back to our office in the enclosed self-addressed stamped envelope.

If you have any questions regarding the above captioned matter, please do not hesitate to call.

Very truly yours,

St R. Kutner
Steven R. Kutner, Esquire
SRK/
Enclosures

I:\doc\closings\commercial electric\sec article of amendment letter

N/C
SP/US
6/7/00

FILED
DIVISION OF CORPORATIONS
00 MAY 22 AM 10:01

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 22 AM 11:01

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

COMMERCIAL LIGHTING AND ELECTRICAL SERVICES, INC.

(present name)

Pursuant to the provisions of Section 607.1006 Florida Statutes, this 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)*

ARTICLE I

NAME OF THE CORPORATION

The name of this Corporation shall be **COMMERCIAL LIGHTING AND MAINTENANCE SERVICES, INC.**

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: **May 19, 2000.**

FOURTH: Adoption of Amendment(s) (check one)

XX 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 by _____."
(voting group)

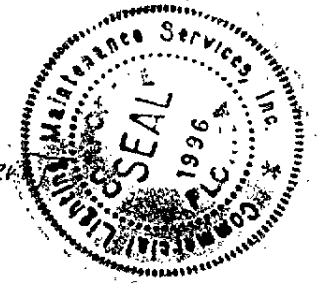
_____ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

_____ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 19th day of May, 2000.

Signature _____

(By the Chairman or 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)

OR

(By an Incorporator if adopted by the Incorporators)

JOAN OELRICH WEBB

Typed or Printed Name

President

Title