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June 4, 1997

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Corporate Records Bureau
The Amendment Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

900002204199--1
-06/05/97-01070--016
*****35.00

Re: Southern Power and Construction Corporation

To Whom It May Concern:

Enclosed are an original and one copy of Articles of Amendment to the Articles of Incorporation of Southern Power and Construction Corporation. Please file the original Articles of Amendment and certify and return the copy to me.

Also enclosed is our firm check in the amount of \$35.00 to cover the filing fee for the Articles of Amendment.

If you have any questions regarding this matter, please do not hesitate to contact me.

Sincerely,

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

Nancy Barnes

Nancy R. Barnes, Paralegal

NRB/trh
Enclosures

cc: Southern Power and Construction Corporation

NC
KP
043

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF SOUTHERN POWER CONSTRUCTION CORPORATION**

FILED
97 JUN -6 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, this corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Southern Power Construction Corporation.
2. The following amendment to the Articles of Incorporation was adopted by the directors and incorporator of the corporation in the manner prescribed by the Florida Business Corporation Act:

Article 1 is amended by deletion of the entire text thereof, and by substitution of the following Article 1:

Name

The name of this corporation is Southern Power and Construction Corporation.

3. The date of the amendment's adoption: May 19th, 1997.
4. The amendment was adopted by the Board of Directors and incorporator without shareholder action. Shareholder action was not required.

Dated: May 19th, 1997.

Southern Power Construction Corporation
n/k/a Southern Power and Construction Corporation

By: [Signature]
William J. Barry, President and Incorporator /*DR*

Attest: Elizabeth A. Barry
Elizabeth A. Barry, Secretary /*DR*

**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

The foregoing instrument was acknowledged before me this 19th day of May, 1997, by William J. Barry, President and Incorporator, and Elizabeth A. Barry as Secretary of Southern Power and Construction Corporation, a Florida corporation, on behalf of the corporation. They are personally known to me or have produced _____ as identification and did/did not take an oath.

Carol P. Whitten
Name typed/printed: Carol P. Whitten
Notary Public, State of Florida
Commission No. and Seal:



CAROL P. WHITTEN
My Commission CC808874
Expires Oct. 18, 1998