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WILLIAM R. SMITH

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April 3, 1997

8191 COLLEGE PARKWAY
SUITE 300
FORT MYERS, FLORIDA 33919

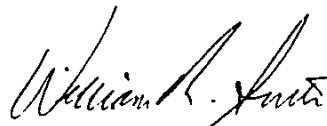
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*****35.00 *****35.00

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

EAGLE CREST CONSTRUCTION, INC./EAGLECREST CONSTRUCTION, INC.

Enclosed are the Articles of Amendment for the above-referenced corporation, along with a check for \$35.00. Please return a file stamped copy in the enclosed envelope.

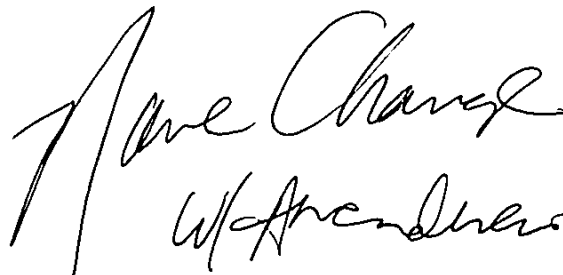
Thank you.


WILLIAM R. SMITH

WRS/wlg

Enclosures - Check for \$35.00
Articles of Amendment
Return envelope

FILED
97 APR -7 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


W/Amendment
4/9/97

DC

ARTICLES OF AMENDMENT
to

ARTICLES OF INCORPORATION
of

EAGLE CREST CONSTRUCTION, INC.

Pursuant to the provisions of F.S.A. Section 607.1006, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Article I is amended to read as follows:

ARTICLE I. NAME.

The name of this Corporation shall be Eaglecrest Construction, Inc.

SECOND: Article VIII is amended to read as follows:

ARTICLE VIII. DIRECTORS.

The number of members of the Board of Directors of this Corporation will be determined from time to time by the Shareholders, but shall never be less than one (1). It will, initially, have two (2) Directors, whose names and street addresses are as follows:

Larry R. Enck
2334 Chandler Avenue
Fort Myers, Florida 33907

Nancy A. Enck
2334 Chandler Avenue
Fort Myers, Florida 33907

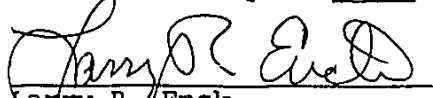
THIRD: The date of adoption of the amendment was April 3, 1997.

FOURTH: The amendment was adopted by the joint action by unanimous consent of all of the corporation's Stockholders, there being only one class, and by unanimous consent of all of the corporation's Directors, at a special meeting held for the purpose, and pursuant to F.S.A. Sections 607.0704 and 607.0821, respectively, of the Florida Business Corporation Act. Such amendment shall be effective upon filing, as provided by the laws of the State of Florida.

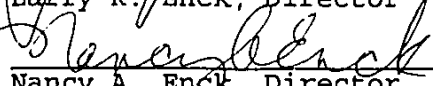
FIFTH: There are no other Stockholders, Directors or members entitled to vote on the amendment, and the votes cast by those entitled was sufficient for approval.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

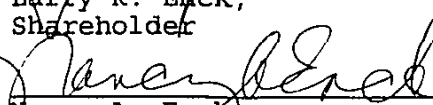
IN WITNESS WHEREOF, the undersigned have duly executed this Consent and the same being adopted and effective on April 3, 1997.


Larry R. Enck,
President/Chairman of the
Board


Larry R. Enck, Director


Nancy A. Enck, Director


Larry R. Enck,
Shareholder


Nancy A. Enck
Shareholder