

KEVIN J. D'ESPIES, P.A.

Attorney and Counselor at Law
1212 SOUTHEAST FIRST AVENUE
FORT LAUDERDALE, FLORIDA 33316

KEVIN J. D'ESPIES

P97000084585

TEL: (954) 522-2767
(800) 522-2767
FAX: (954) 522-2778

November 10, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

500002345865--1
-11/13/97--01031--003
*****35.00 *****35.00

Attention: Amendment Section

RE: J.B. Hargrave/Design & Engineering Group, Inc. /Name Change to
J.B. Hargrave Corporation

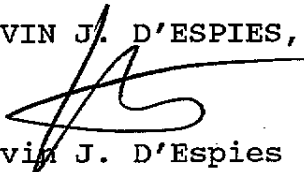
Dear Sir or Madam:

Enclosed please find original Articles of Amendment, together with our client's check in the amount of \$35.00 payable to the Department of State, to be filed. I am also enclosing an extra copy of the Articles of Amendment and would appreciate your stamping the copy "filed on" and returning same to the undersigned in the enclosed stamped, self-addressed envelope.

If you have any questions or comments, please do not hesitate to contact me.

Very truly yours,

KEVIN J. D'ESPIES, P.A.



Kevin J. D'Espies

KJD:har

Enclosures: (above-stated)

*Amend & N.C.
11-17-97
cc*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 13 PM 1:30

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
J.B. HARGRAVE/DESIGN & ENGINEERING GROUP, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 13 PM 2:30

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 adopted:

Article I of the Articles of Incorporation of J.B. Hargrave/Design & Engineering Group, Inc. shall be amended as follows:

The name of this corporation is J.B. HARGRAVE CORPORATION.

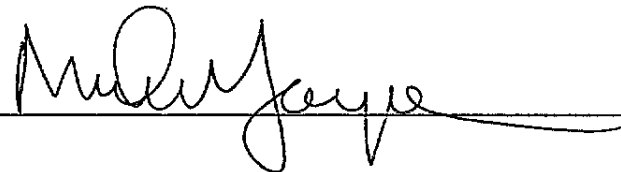
SECOND: The provision for implementing the amendment is as follows:

Cancellation of shares issued and re-issue same number of shares with new name.

THIRD: The date of the amendment's adoption is November 1, 1997.

FOURTH: The adoption of the amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 15th day of November, 1997.

By: 

MICHAEL JOYCE
(Typed or printed name)

President
(Title)