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FILED
01 MAR -7 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 069098 7200721

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 35.00

ORDER DATE : March 7, 2001

ORDER TIME : 12:56 PM

ORDER NO. : 069098-015

800003810658--1

CUSTOMER NO: 7200721

CUSTOMER: Scott L. Glazier, Esq
Glazier & Glazier, P.a.
8825 Perimeter Park Blvd.
Suite 504
Jacksonville, FL 32216

DOMESTIC AMENDMENT FILING

NAME: S&W MATERIAL, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER'S INITIALS: _____

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

G. COULLETTE MAR 07 2001

**ARTICLES OF AMENDMENT
OF S&W MATERIALS, INC.**

01 MAR -7 PM 2:53
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Amendment are filed pursuant to Florida Statute Section 607.1006, to reflect an amendment to the Articles of Incorporation of S&W MATERIALS, INC., and in connection therewith, the undersigned officers, acting upon the authority of the Board of Directors of S&W MATERIALS, INC., and upon authority of all of the holders of the shares entitled to vote on said amendment, hereby set forth as follows:

1. The name of this Corporation is S&W MATERIALS, INC.
2. The Articles on Incorporation of S&W MATERIALS, INC. have been amended by deleting Article III in its entirety and by substituting in lieu thereof the following Article:

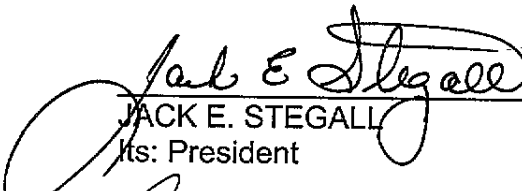
"ARTICLE III – CAPITAL STOCK

The authorized capital of the Corporation shall be twenty thousand (20,000) shares of common stock having a par value of \$1.00 per share of which ten thousand (10,000) shares shall be voting common stock and ten thousand (10,000) shares shall be non-voting common stock."

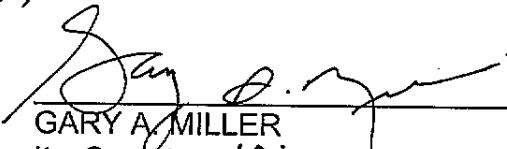
3. In accordance with Florida Statute Section 607.1003, the referred to amendment was adopted by the Board of Directors on February 28, 2001, and written consent to the said Amendment was given on February 28, 2001 by all the shareholders comprising the only voting group in accordance with Florida Statute Section 607.0704. The number of votes cast for the Amendment by the stockholders is sufficient for approval of the Amendment by all voting groups of the Corporation.

4. Upon the filing of these Articles of Amendment by the Department of Stated, the above referred to amendment shall become effective and the Articles of Incorporation of S&W MATERIALS, INC. shall be deemed to be amended accordingly.

DATED this ____ day of February, 2001.



JACK E. STEGALL
Its: President



GARY A. MILLER
Its: Secretary / Dir.