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December 5, 1997

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

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-12/17/97--01016--005
*****35.00 *****35.00

Re: PRECISION GUTTER, INC.
AMENDMENT OF ARTICLES OF INCORPORATION

Dear Sir(s):

Enclosed for filing with your office, please find the AMENDMENT to the Articles of Incorporation for PRECISION GUTTER, INC. I have also enclosed an extra copy of each to file stamp and return in the enclosed ~~125~~ envelope at your earliest convenience.

Additionally, I am enclosing my check in the amount of \$35.00 to cover the filing fees for same.

Thank you for your assistance.

Yours truly,

Donald E. Scholl
DONALD E. SCHOLL

FILED
97 DEC 17 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

/cg
enclosures

Amend

Dec 2/23

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PRECISION GUTTER, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby file this amendment to our Articles of Incorporation.

1. The following Articles are amended in their entirety to read as follows:

"Article III - CAPITAL STOCK

The capital stock of this corporation shall consist of 1000 shares of common stock without par value.

The initial stockholders shall be HOLLIS BARNES, BRYAN M. BARNES and PATRICK H. BARNES. Initial stock issued shall be 100 shares, allocated as: 52 shares to Hollis Barnes, 24 shares to Bryan M. Barnes and 24 shares to Patrick H. Barnes. The balance of the stock shall be issued at a future date.

Shares may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining stockholders of the Corporation."


AND

"ARTICLE VII. OFFICERS OF THE CORPORATION"

The officers of the corporation shall be HOLLIS BARNES, President, PATRICK H. BARNES, Vice-President, BRIAN M. BARNES, Secretary and HOLLIS BARNES, Treasurer."

This Corporation has not yet issued shares and this Amendment is adopted by the sole incorporator. The adoption of this Amendment by shareholder is not applicable and is not necessary.

By: PRECISION GUTTER, INC.


HOLLIS BARNES,
Incorporator

Date: 2 Dec '97