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FILED
OCT 19 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 16, 2000

Secretary of State
Division of Corporations
Corporate Records Bureau
Post Office Box 6327
Tallahassee, FL 32314

400003429994-7
-10/19/00-01078-006
*****43.75 *****43.75

Re: Articles of Amendment to Articles of Incorporation
Schoenbrun Farms Corporation

Gentlemen:

With respect to the above referenced entity, enclosed herewith please find Articles of Amendment to Articles of Incorporation of Schoenbrun Farms Corporation, together with copy of the Corporate Resolution authorizing same. Please file the original and return a certified copy to the undersigned.

Our firm check in the amount of \$43.75 is enclosed to cover your fees for filing and a certified copy. A self-addressed postage paid envelope is also enclosed for your convenience in mailing.

Thank you for your assistance in this matter.

Very truly yours,

GOLDSTEIN, BUCKLEY, CECHMAN,
RICE & PURTZ, P.A.

J. JEFFREY RICE

JJR:smd/ess

Enclosures (as noted)

OTHER OFFICES

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LEHIGH ACRES
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NAPLES
(941) 262-4888

PORT CHARLOTTE
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SCHOENBRUN FARMS CORPORATION

FILED
00 OCT 19 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1003, Florida Statutes, 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

The name of the corporation is changed to: SCHWAB MATERIALS, INC. The address of the principal office and Registered Agent remain the same. The date of adoption of the amendment was: September 12, 2000.

SECOND: DAVE MORELAND resigned as President of the corporation and JEFF RAPER resigned as Secretary of the corporation. The following people have been duly elected to the offices of the Corporation:

David A. Schwab	President
Donna L. Schwab	Secretary
Mary Lynn Schwab	Treasurer
J. A. Schwab	Chairman of the Board

THIRD: The Amendments were adopted by the Board of Directors on the 12th day of September, 2000. All shareholders entitled to vote on the foregoing Amendment have approved it pursuant to the provisions of the foregoing Statute.

DATED: 9-12-00

Witnesses:

Sandy Green
David A. Schwab

SCHWAB MATERIALS, INC.
f/k/a SCHOENBRUN FARMS CORPORATION

By: David A. Schwab
David A. Schwab, President

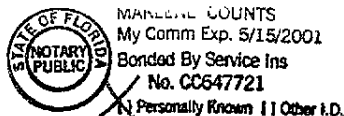
STATE OF FLORIDA)
) §
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 12th day of September, 2000, by DAVID A. SCHWAB as President of SCHWAB MATERIALS, INC., a Florida corporation, on behalf of the corporation. He is personally known to me and did take an oath.

Marlene Counts
Notary Public
Print Name: MARLENE COUNTS
Commission No. _____

My Commission Expires: _____

(SEAL)



CORPORATE RESOLUTION
OF
SCHOENBRUN FARMS CORPORATION

THIS RESOLUTION is made this 12th day of September, 2000.

WHEREAS, upon the recommendation of its Board of Directors, the shareholders of SCHOENBRUN FARMS CORPORATION, a Florida corporation (the "Corporation"), unanimously agreed on this date to change the name of the Corporation to SCHWAB MATERIALS, INC.; and

WHEREAS, the Corporation wishes to confirm the authority of its proper officer to execute the Article of Amendment of Articles of Incorporation of the Corporation, be it approved and

RESOLVED, that the Corporation shall file Articles of Amendment to the Articles of Incorporation of SCHOENBRUN FARMS CORPORATION to: change the name of the Corporation to SCHWAB MATERIALS, INC.; and be it further

RESOLVED, that the execution of the Articles of Amendment to the Articles of Incorporation of the Corporation by David A. Schwab, as President and on behalf of the Corporation is hereby authorized, and he is authorized to execute all other documents, and take all further actions, as may be necessary to consummate the changes contemplated thereby.

The foregoing is a true representation of a resolution of the corporation made on the date first stated above.

SCHOENBRUN FARMS CORPORATION,
a Florida corporation

By: Donna L. Schwab
Donna L. Schwab, Secretary