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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. Ouellette JAN 09 2004

LAW OFFICES

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December 30, 2003

CRESCENT BEACH
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Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32324

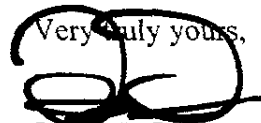
Re: Articles of Amendment to the Articles of Incorporation of
Keystone Building Center, Inc.

Dear Sirs:

Enclosed for filing are the original and a copy of articles of amendment to the articles of incorporation for the corporation referenced above.

Also enclosed is our firm check in the amount of \$35.00 for the filing fee.

Please return a copy of the filed articles of amendment to this office.

Very truly yours,

James J. Taylor Jr.

Enclosures

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
KEYSTONE BUILDING CENTER, INC.

FILED
04 JAN -2 AM 8:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Keystone Building Center, Inc. ("the corporation"), by and through its undersigned president and secretary, files these Articles of Amendment pursuant to Florida Statutes Sections 607.1006.

The following amendment was adopted by the shareholders of the corporation on December 17, 2003. The number of votes cast for the amendment by the shareholders was sufficient for approval.

The text of the amendment is as follows:

"RESOLVED, by the shareholders that the capital structure of the corporation shall be amended and reorganized by the creation of two classes of authorized shares of common stock, one class to consist of Ten Thousand (10,000) shares of voting stock and one class to consist of Ten Thousand (10,000) shares of non-voting stock; and

"RESOLVED, by the shareholders that for the purpose of effectuating the foregoing resolution, Article IV of the corporation's Articles of Incorporation filed with the Florida Department of State on October 26, 1999, as amended by Articles of Amendment filed on August 20, 2001, shall be further amended and completely restated as follows, effective as of the date of filing such amendment with the Florida Department of State:

ARTICLE IV

Section 1. The maximum number of shares this corporation is authorized to issue shall be as follows:

Class A Voting Common Stock: Ten Thousand (10,000) shares of Class A Voting Common Stock; and

Class B Non-Voting Common Stock: Ten Thousand (10,000) shares of Class B Non-Voting Common Stock.

All stock shall be fully paid and non-assessable.

Section 2. The Class A Voting Common Stock shall have the sole and exclusive voting rights and privileges, each share of Class A Voting Common Stock being entitled to one (1) vote. In the event of the liquidation, dissolution or winding up of the corporation, whether voluntary or otherwise, the holders of Class A Voting Common Stock shall be entitled, after payment of the debts of the corporation, to their aliquot share of all

remaining assets of the corporation in proportion to the total number of shares of Class A Voting Common Stock and Class B Non-Voting Common Stock then issued and outstanding.

Section 3. The Class B Non-Voting Common Stock shall have no voting rights or privileges whatsoever, all such voting rights and privileges being vested solely and exclusively in the Class A Voting Common Stock. In the event of the liquidation, dissolution or winding up of the corporation, whether voluntary or otherwise, the holders of Class B Non-Voting Common Stock shall be entitled, after payment of the debts of the corporation, to their aliquot share of all remaining assets of the corporation in proportion to the total number of shares of Class A Voting Common Stock and Class B Non-Voting Common Stock then issued and outstanding.

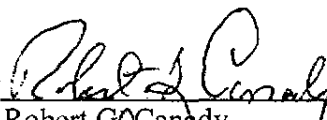
Section 4. The corporation has elected to be taxed as a "small business corporation" for income tax purposes under the provisions of Section 1362 of the Internal Revenue Code. These articles of incorporation and the bylaws of the corporation shall be construed, interpreted, applied and enforced only in a manner that is consistent with said election. Any provisions of the articles of incorporation and bylaws that are inconsistent with said election shall be invalid and unenforceable, but only to the extent of the inconsistency. Without limiting the generality of the foregoing, the distribution and liquidation rights of Class A Voting Common Stock and Class B Non-Voting Common Stock shall be identical in all respects.


Section 5. After the effective date of this amended Article IV, each share of the corporation's issued and outstanding common stock shall be converted to one (1) share of Class A Voting Common Stock of the corporation, at the time and in the manner prescribed by the corporation's board of directors.

"RESOLVED, by the shareholders that the president and secretary of the corporation are authorized and directed to file appropriate Articles of Amendment with the Florida Department of State, Division of Corporations, to provide notice of the foregoing amendment."

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment on December 30, 2003.

KEYSTONE BUILDING CENTER, INC.

By 
Robert G. Canady
Its President

Attest: 
Douglas C. Wise
Its Secretary

STATE OF FLORIDA
COUNTY OF CLAY

The foregoing Articles of Amendment were acknowledged before me this 30th day of December, 2003, by Robert G. Canady, as President of Keystone Building Center, Inc., and by Douglas C. Wise, as Secretary of Keystone Building Center, Inc. They are personally known to me or produced _____ as identification.

Judith L. Murray
Print Name: _____

Notary Public, State of Florida

[Seal]



Judith L. Murray
MY COMMISSION # DD193294 EXPIRES
March 31, 2007
BONDED THRU TROY FAIN INSURANCE, INC.