

V67582
BARTHOLE & ROSARIO

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Miami, FL 33186
(305)378-6608
Fax: (305)378-6575

October 10, 1997

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*****35.00 *****35.00

Ms. Doris McDuffie
Florida Dept. Of State
409 E. Gaines St.
Tallahassee, FL 32399

Dear Ms. McDuffie:

Please file the enclosed Articles of Amendment to Articles of Incorporation for Gerdt's Construction Corp as soon as possible, and return a copy of the filed Articles, stamped by the State of Florida to me,

Paul A. Barthole
12855 SW 136th Ave, Ste. 213
Miami, FL 33186.

Enclosed is a check for \$35.00 for the filing fee.

Should you have any questions, please do not hesitate to call me at the number on the letterhead.

Thank you and best regards,



Paul A. Barthole
Managing Partner

PAB/pab
Enclosures(3)

FILED 35
R. AGENT _____
CERT. COPY _____
CUS _____
OVERPAYMENT _____
TOTAL 35

Amend
SP

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 21 PM 11:51

10/22/97

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 OCT 21 PM 11:51

Gerdts Construction, Corp.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

First: Amendments adopted:

ARTICLE I - NAME

The principal office of this corporation shall be:

11740 SW 112 Ln

Miami, FL 33186

The mailing address shall be the same.

ARTICLE V - REGISTERED AGENT

The name of the registered agent of the corporation shall remain Fernando Gerdts whose street address shall be:

11740 SW 112 Ln

Miami, FL 33186

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.


Fernando Gerdts

ARTICLE IX - OFFICERS

This corporation shall have two (2) officers. The number of officers may be changed from time to time as prescribed by the bylaws. The name, address, and title of the officers are:

Fernando Gerdts

11740 SW 112 Ln

President

Miami, FL 33186

Betty Gerdts

Same

Vice President

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Five Hundred (500) shares of one dollar (1.00) Par value common stock, which shall be designated "Common Shares".

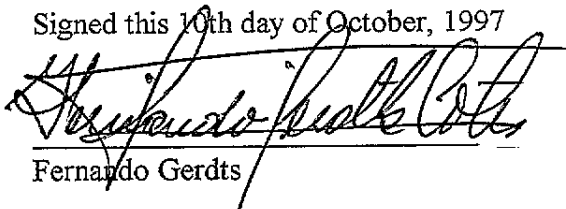
The ownership of this stock shall be as follows:

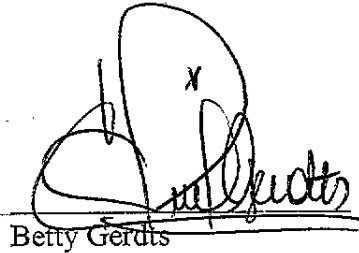
<u>Name</u>	<u># of Shares</u>	<u>% Ownership</u>
Fernando Gerdts	325	65%
Betty Gerdts	175	35%

SECOND: The date of each amendment's adoption: October 10, 1997

THIRD: The amendments were adopted by the shareholder action whose signature appear below.

Signed this 10th day of October, 1997


Fernando Gerdts


Betty Gerdts

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, a notary public, authorized to take acknowledgments in the state and county set forth above personally appeared Betty Gerdts and Fernando Gerdts, known to me and known by me to be the persons who executed the foregoing Amendment to Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state of Florida and county of Dade, this 10th day of October, 1997.



Notary Public