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File Number

5081-7405

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BCA-10.30 (Form Rev. Jan. 1986)

File #50812405

Submit in Duplicate

~~JAN 20 1992~~
Secretary of State
State of Illinois

This Space For Use By Secretary of State	
Date	12/17/92
License Fee	\$
Franchise Tax	\$ 25
Filing Fee	\$
Clerk	dh

Remit payment in Check or Money
Order, payable to "Secretary of
State".

ARTICLES OF AMENDMENT

DO NOT SEND CASH!

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned corporation hereby adopts these Articles of Amendment to its Articles of Incorporation.

ARTICLE ONE The name of the corporation is INTERSTATE SCAFFOLDING, INC.
(Note 1)

ARTICLE TWO The following amendment of the Articles of Incorporation was adopted on December 16
19 92 in the manner indicated below. ("X" one box only)

- By a majority of the incorporators, provided no directors were named in the articles of incorporation and no directors have been elected, or by a majority of the board of directors, in accordance with Section 10.10, the corporation having issued no shares as of the time of adoption of this amendment. (Note 2)
- By a majority of the board of directors, in accordance with Section 10.15, shares having been issued but shareholder action not being required for the adoption of the amendment. (Note 3)
- By the shareholders, in accordance with Section 10.20, a resolution of the board of directors having been duly adopted and submitted to the shareholders. At a meeting of shareholders, not less than the minimum number of votes required by statute and by the articles of incorporation were voted in favor of the amendment. (Note 4)
- By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with Section 7.10. (Note 4)
- By the shareholders, in accordance with Sections 10.20 and 7.10, a resolution of the board of directors having been duly adopted and submitted to the shareholders. A consent in writing has been signed by all the shareholders entitled to vote on this amendment. (Note 4)

(INSERT AMENDMENT)

(Any article being amended is required to be set forth in its entirety.) (Suggested language for an amendment to change the corporate name is: RESOLVED, that the Articles of Incorporation be amended to read as follows:)

(NEW NAME)

EXPEDITED

DEC 17 1992

All changes other than name, include on page 2
(over)

SECRETARY OF STATE



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Page 2
Resolution

RESOLVED, the Board of Directors hereby approves the following Amendment to the Corporation's Articles of Incorporation:

"Article Five Paragraph 1 is hereby amended to authorize 10,000 shares of stock to be divided into two classes as follows:

Class	Par Value Per Share	Number of Authorized Shares
A Common	No Par Value	5,000
B Common	No Par Value	5,000

Paragraph 2. The preferences, qualifications, limitations, restrictions and the special or relative rights in respect of each of the shares of each class are:

Each holder of Class A Common Stock shall be allowed one (1) vote per share on all matters acted upon by the shareholders.

The holders of Class B Common Stock will not be allowed voting privileges."

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ARTICLE THREE The manner in which any exchange, reclassification or cancellation of issued shares, or a reduction of the number of authorized shares of any class below the number of issued shares of that class, provided for or effected by this amendment, is as follows: (If not applicable, insert "No change")

ARTICLE FOUR (a) The manner in which said amendment effects a change in the amount of paid-in capital (Paid-in capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) is as follows: (If not applicable, insert "No change")

(b) The amount of paid-in capital (Paid-in Capital replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts) as changed by this amendment is as follows: (If not applicable, insert "No change")

	Before Amendment	After Amendment
Paid-in Capital	\$ _____	\$ _____


(Complete either item 1 or 2 below)

(1) The undersigned corporation has caused these articles to be signed by its duly authorized officers, each of whom affirm, under penalties of perjury, that the facts stated herein are true.

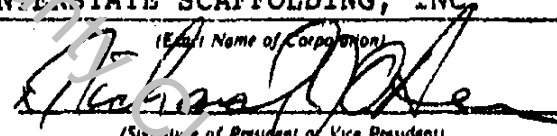
Dated December 16, 19 92

93030027
INTERSTATE SCAFFOLDING, INC.

attested by


(Signature of Secretary or Assistant Secretary)

by


(Signature of President or Vice President)

Peter F. Castellarin, Secretary

(Type or Print Name and Title)

Richard J. O'Neil, President

(Type or Print Name and Title)

(2) If amendment is authorized by the incorporators, the incorporators must sign below.

OR

If amendment is authorized by the directors and there are no officers, then a majority of the directors or such directors as may be designated by the board, must sign below.

The undersigned affirms, under penalties of perjury, that the facts stated herein are true.

Dated _____, 19 _____

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NOTES and INSTRUCTIONS

- NOTE 1: State the true exact corporate name as it appears on the records of the office of the Secretary of State, BEFORE any amendments herein reported.
- NOTE 2: Incorporators are permitted to adopt amendments ONLY before any shares have been issued and before any directors have been named or elected. (§ 10 10)
- NOTE 3: Directors may adopt amendments without shareholder approval in only six instances, as follows:
(a) to remove the names and addresses of directors named in the articles of incorporation,
(b) to remove the name and address of the initial registered agent and registered office, provided a statement pursuant to § 5.10 is also filed;
(c) to split the issued whole shares and unissued authorized shares by multiplying them by a whole number, so long as no class or series is adversely affected thereby;
(d) to change the corporate name by substituting the word "corporation", "incorporated", "company", "limited", or the abbreviation "corp.", "inc.", "co." or "ltd." for a similar word or abbreviation in the name, or by adding a geographical attribution to the name;
(e) to reduce the authorized shares of any class pursuant to a cancellation statement filed in accordance with § 9.05,
(f) to restate the articles of incorporation as currently amended. (§ 10 15)
- NOTE 4: All amendments not adopted under § 10 10 or § 10 15 require (1) that the board of directors adopt a resolution setting forth the proposed amendment and (2) that the shareholders approve the amendment.
Shareholder approval may be (1) by vote at a shareholders' meeting (either annual or special) or (2), by consent, in writing, without a meeting.
To be adopted, the amendment must receive the affirmative vote or consent of the holders of at least 2/3 of the outstanding shares entitled to vote on the amendment (but if class voting applies, then also at least a 2/3 vote within each class is required).
The articles of incorporation may supercede the 2/3 vote requirement by specifying any smaller or larger vote requirement not less than a majority of the outstanding shares entitled to vote and not less than a majority within each class when class voting applies. (§ 10 20)
- NOTE 5: When shareholder approval is by written consent, all shareholders must be given notice of the proposed amendment at least 5 days before the consent is signed. If the amendment is adopted, shareholders who have not signed the consent must be promptly notified of the passage of the amendment (§§ 7 10 & 10 20)

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Form BCA-10-30

File No.

ARTICLES OF AMENDMENT

Filing Fee \$25.00

Filing Fee for Re-Statement Articles \$100.00

FILED

DEC 17 1992

GEORGE H. RYAN
SECRETARY OF STATE

RETURN TO:

Department of Business Services
Corporation Division
Secretary of State
Springfield, Illinois 62756
Telephone 217 ... 782-6961

SCA-14.30 M

(Rev. Jan. 1991)

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-6961

**CUMULATIVE REPORT OF
CHANGES IN ISSUED SHARES
AND IN PAID-IN CAPITAL**

Date	12/17/92
License Fee	\$
Franchise Tax	\$
Filing Fee	\$
Penalty	\$ 5-
Interest	\$
Approved:	<i>[Signature]</i>

1. CORPORATE NAME: INTERSTATE SCAFFOLDING, INC.

2. STATE OR COUNTRY OF INCORPORATION: Illinois

3. Authorized and issued shares as last reported:*

Class	Series	Par Value	Number Authorized	Number Issued
Common		NPV	2,000	1,000

4. Paid-in Capital as last reported: * \$ 1,000.00
*In any document other than an annual report

5. TRANSACTIONS OCCURRING DURING CURRENT REPORTING PERIOD: (NOTE 1)

List the total issuances and exchanges of shares by class not previously reported to the Secretary of State and give the value of the entire consideration received (less expenses paid or incurred in connection with such issuances) and added or transferred to paid-in capital for or on account of such shares.

* List the total amount added or transferred to paid-in capital without the issuance of shares (Contributions)

* List the total of all cancellations of shares by class not previously reported to the Secretary of State and the cost to the corporation for acquiring such shares.

Class of Shares	Series	Par Value	Number of Shares	Consideration Received/Cost
Issuance or Contributions				\$ \$ \$ \$
Cancellations				\$(\$) \$
Cumulative Change (enter on line (6a) below) (NOTE 2)				\$

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DEC 17 1992

GEORGE H. RYAN
SECRETARY OF STATE

93030027

6. FRANCHISE TAX AND FEES: (No additional franchise tax is due when cumulative change is negative amount.)

(a.) CUMULATIVE CHANGE	a.		
(b.) APPLICABLE ALLOCATION FACTOR (NOTE 3)	b.		
(c.) TAXABLE ILLINOIS CAPITAL (Multiply line (a) by line (b))	c.		
(d.) Multiply line (c) by .0015 (Round to nearest cent)	d.		
(e.) ADDITIONAL FRANCHISE TAX	e.		
(f.) If Cumulative Report is late, multiply line (e) by .10 (Penalty)	f.		
(g.) If Additional Franchise Tax is late, multiply line (e) by .01 for each month late or part thereof (Interest)	g.		
(h.) FILING FEE (\$5)	h.	5.00	
(i.) TOTAL AMOUNT DUE Add line (e) + line (f) + line (g) + line (h)	i.		

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7. TRANSACTIONS OCCURRING DURING PREVIOUS REPORTING PERIOD(S) AND NOT REPORTED TO THE SECRETARY OF STATE: (NOTE 4)
 (The Secretary of State will compute fees, taxes, and penalties resulting from the following transactions.)

Date	Class of Shares	Series	Par Value	Number of Shares	Consideration Received/Cost
	Issuance or Contributions				\$
					\$
					\$
					\$
	Cancellations	Common	NPV	508	\$ (none)
					\$ ()
					\$ ()

8. Authorized and issued shares after changes:

Class	Series	Par Value	Number Authorized	Number Issued
Common		NPV	2,000	492

9. Paid-in Capital after changes: \$ 1,000.00
 ("Paid-in Capital" replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts)

EXPEDITED


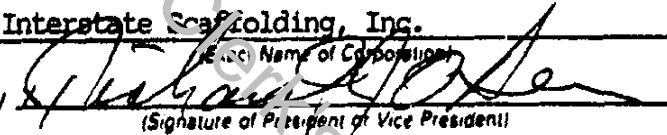
DEC 17 1992

ITEM 10 MUST BE SIGNED

SECRETARY OF STATE

10. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated December 15, 19 92 Interstate Scaffolding, Inc.
(Exact Name of Corporation)

attested by  by 
(Signature of Secretary or Assistant Secretary) (Signature of President or Vice President)

Peter F. Castellarin, Secretary Richard J. O'Heir, President
(Type or Print Name and Title) (Type or Print Name and Title)

Notes

- Note 1.** "Current reporting period" for a corporation which has not established an extended filing month means the 12 month period ending with the last day of the third month prior to its anniversary month in the current year. In the case of corporation which has established an extended filing month, the "current reporting period" refers to the 12 month period ending with the corporation's most recent fiscal year end.
- Note 2.** "Cumulative change" means the difference arrived at by subtracting all reductions in paid-in capital (if any) from all increases in paid-in capital (if any).
- Note 3.** "Applicable allocation factor" means the allocation factor established at the time of filing the annual report for the previous year. However, if no annual report was filed for the previous year, the applicable allocation factor will be that factor established on the articles of incorporation for a domestic corporation or on the application for original certificate of authority for a foreign corporation.
- Note 4.** "Previous reporting period" means any time period occurring prior to the current reporting period.

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