

**PALM BEACH COUNTY
BOARD OF COUNTY COMMISSIONERS**

AGENDA ITEM SUMMARY

Meeting Date: April 15, 2008 Consent Regular
 Workshop Public Hearing

Department

Submitted By: Environmental Resources Management
Submitted For: Environmental Resources Management

I. EXECUTIVE BRIEF

Motion and Title: Staff recommends motion to approve:

- A) Change Order No. 3 to the construction Contract (R2007-1139) with American Earth Movers, Inc. (AEM) in the amount of \$266,868.82 for costs associated with safety design changes to the 10' box culvert for the Chain of Lakes Restoration Project No. 2007907;
- B) Change Order No. 4 to the Contract with AEM in the amount of \$257,237.70 for costs associated with safety design changes to the 20' box culvert; and
- C) Change Order No. 5 to the Contract with AEM in the amount of \$119,218.18 for construction and removal of temporary by-pass roads due to design changes.

Summary: On July 10, 2007, the Board approved a Contract (R2007-1139) with American Earth Movers, Inc. (AEM) in the amount of \$2,051,292 to construct an environmental restoration and enhancement project along the west side of Lake Osborne within John Prince Park in Lake Worth. One (1) Change Order totaling \$7,060.66 was issued to-date. These Change Orders totaling \$643,324.70 include costs for County-directed design changes. There is no change in Contract time. However, Change Order No. 4 authorizes a 117 day extension to the large box culvert milestone. The revised Contract amount with these Change Orders is \$2,701,677.36. The Small Business Enterprise (SBE) participation for these Change Orders is 0%. When added to the contractor's participation to date, the resulting SBE participation is 12.8%. The contractor's original Contract SBE participation was 16.8%, which exceeded the County SBE goal of 15%. This additional work is budgeted in the \$25M Recreation & Cultural 1999 Bond Fund. District 3 (JM)

(Background and Justification on page 3)

- Attachments:**
- 1. Change Order No. 3, 4 & 5
 - 2. Contract (Contract-1, 2, 3)

Recommended by: *Richard E. Walsby* 3/26/08
Department Director Date

Approved by: *Bala [Signature]* 4/10/08
for County Administrator Date

II. FISCAL IMPACT ANALYSIS

A. Five Year Summary of Fiscal Impact:

Fiscal Years	2008	2009	2010	2011	2012
Capital Expenditures	\$643,324.70	_____	_____	_____	_____
Operating Costs	_____	_____	_____	_____	_____
External Revenues	_____	_____	_____	_____	_____
Program Income (County)	_____	_____	_____	_____	_____
In-Kind Match (County)	_____	_____	_____	_____	_____
NET FISCAL IMPACT	\$643,324.70	_____	_____	_____	_____
# ADDITIONAL FTE POSITIONS (Cumulative)	_____	_____	_____	_____	_____
Is Item Included in Current Budget?		Yes <u>X</u>		No <u> </u>	
Budget Account No.:	Fund <u>3000</u>	Department <u>381</u>	Org. <u>M050</u>	Object <u>6504</u>	
	Program _____				

B. Recommended Sources of Funds/Summary of Fiscal Impact:

Freshwater Lake Improvement - \$25M Recreation & Cultural 1999 Bond Fund

C. Department Fiscal Review: *J. Roll 3/25/08*

III. REVIEW COMMENTS

A. OFMB Fiscal and /or Contract Dev. and Control Comments:

adwillhite 4-3-08
 OFMB *4/3/08* *3/31/08* *4/4/08* *Contract Development and Control* *4/17/08*

B. Legal Sufficiency:

James [Signature] 4/9/08
 Assistant County Attorney

This item complies with current County policies.

C. Other Department Review:

 Department Director

(continued from Page 1)

Background and Justification: The Department of Environmental Resources Management issued two (2) Work Directives to AEM. In accordance with the Contract, the Directives authorized work completion before the approval of these Change Orders (C.O.): C.O. #3 - Safety design changes to the 10' culvert due to delays per design submitted by Bridge Design Associates, dated October 29, 2007; C.O. #4 - Safety design changes to the 20' box culverts per design submitted by Bridge Design Associates, dated November 8, 2007; and C.O. #5 - Construction of temporary by-pass roads according to Work Directive #1, dated October 25, 2007 due to safety design changes. Four (4) change orders for a credit of \$96,860.34 are pending Department or Contract Review Committee (CRC) review and approval. The project is on schedule to be completed by the Contract Substantial Completion Date of May 23, 2008.

The original Contract was funded by Parks & Recreation Department Impact Fees for \$1,300,000, the Florida Department of Environmental Protection Grant Agreement LP6077 (R2006-0579) for \$800,000 and the Florida Fish and Wildlife Conservation Commission Grant Agreement 06186 (R2007-1141) for \$400,000.

CHANGE ORDER

- Owner Initiated
- Differing Site Conditions
- Zoning/Code/Ordinance Changes
- Errors/Omissions/In Design
- Quantity Overruns/Underruns
- Request By Another Agency/Outside Party
- A. Reimbursable B. Non-Reimbursable
- Other

**PROJECT: PALM BEACH COUNTY
CHAIN OF LAKES RESTORATION**

**CHANGE ORDER NO: 3
COUNTY PROJECT NO: 2007907
CONTRACT DATE: 07/10/07
NOTICE TO PROCEED: 08/07/07
BUDGET LINE ITEM: 3000-381-M050-6504
RESOLUTION NO: R2007 - 1139
DISTRICT NO: 3**

TO: AMERICAN EARTH MOVERS, INC.

You are directed to make the following change(s) to this Contract:

BID ITEM 6 Revise bid item to include additional costs for the modifications of the 10' box culvert per design submitted by Bridge Design Associates, dated, October, 29, 2007.

You are directed to make the following change in this Contract:

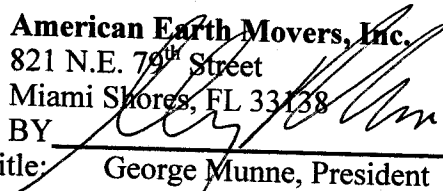
BID ITEM 6 Small Box Culvert - 10'X42': Payment will be made for costs associated with or incidental to the additional work to modify the small box culvert. Increase the lump sum price from \$97,200 to \$364,068.82. The total cost change for additional work is \$266,868.82.

NOT VALID UNTIL SIGNED BY COUNTY. SIGNATURE OF THE CONTRACTOR INDICATES HIS AGREEMENT HERewith INCLUDING ANY ADJUSTMENT IN THE CONTRACT SUM OR CONTRACT TIME, AND NO ADDITIONAL COST OR TIME INDICATED HEREIN WILL BE RELATED TO THIS CHANGE

The original Contract sum was	\$2,051,292.00
Net change by previous Change Orders	\$ 7,060.66
The Contract Sum prior to this Change Order was	\$2,058,352.66
The Contract Sum will be INCREASED by this Change Order	\$ 266,868.82
The new Contract Sum including this Change Order will be	\$2,332,522.48
The Contract Time for the contract will be increased by	(0) DAYS
The Date of Substantial Completion including this Change Order	May 23, 2008

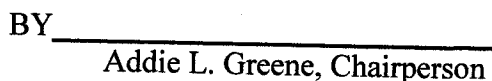
Execution of this Change Order acknowledges final settlement of, and releases, all claims for costs and time associated, directly or indirectly with the above-stated modification(s), including all claims for cumulative delays or disruptions resulting from, caused by, or incident to such modification(s), and including any claim that the above-stated modification(s) constitutes, in whole or part, a cardinal change to the contract.

CONTRACTOR

American Earth Movers, Inc.
821 N.E. 79th Street
Miami Shores, FL 33138
BY 

Print Name, Title: George Munne, President

**OWNER
Palm Beach County
Board of County Commissioners**

BY 
Addie L. Greene, Chairperson

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Approved as to Form and Legal Sufficiency:

Chief Assistant County Attorney

Approved as to Terms and Conditions:

Richard E. Walesky

Richard E. Walesky, Director, ERM

ATTEST:

Sharon R. Bock, Clerk & Comptroller

BY _____

Deputy Clerk

RECEIVED
MAR 20 2008

ENVIRONMENTAL RESOURCES MANAGEMENT

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SCHEDULE 1

LIST OF PROPOSED SBE-M/WBE PRIME AND/OR SUBCONTRACTORS

PROJECT NAME: Chain of Lakes Restoration PROJECT NO.: 2007907; R2007-1139; CHANGE ORDER NO. 3
 NAME OF PRIME CONTRACTOR: American Earth Movers, Inc. ADDRESS 821 NE 79th Street, Miami Shores, FL 33138
 CONTACT PERSON: George Munne, President PHONE NO: 305-865-6952 FAX NO: 305-867-5050
 CONTRACT AWARD DATE: July 10, 2007 DEPARTMENT: PBC/Department of Environmental Resources Management

PLEASE IDENTIFY ALL APPLICABLE CATEGORIES OF PRIME AND/OR SUBCONTRACTORS

Name, Address and Phone Number	(Check one or both Categories)		Subcontract Amount				
	Minority Business	Small Business	Black	Hispanic	Women	Caucasian	Other(Please Specify)
1.	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____
2.	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____
3.	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____
4.	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____
5.	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____
(Please use additional sheets if necessary)		Total	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____

Total Change Order Price \$ 266,868.82

Total Value of SBE Participation on Change Order \$ -0-

- NOTE: 1. The amounts listed on this form must be supported by the Subcontractors (and, if applicable, Prime) prices included on Schedule 2 in order to be counted toward goal attainment.
 2. Firms may be certified by Palm Beach County as an SBE and/or an M/WBE. If firms are certified as both an SBE and M/WBE, please indicate the dollar amount under the appropriate category.
 3. M/WBE information is being collected for tracking purposes only.

CHANGE ORDER

- Owner Initiated
- Differing Site Conditions
- Zoning/Code/Ordinance Changes
- Errors/Omissions/In Design
- Quantity Overruns/Underruns
- Request By Another Agency/Outside Party
- A. Reimbursable B. Non-Reimbursable
- Other

**PROJECT: PALM BEACH COUNTY
CHAIN OF LAKES RESTORATION**

**CHANGE ORDER NO: 4
COUNTY PROJECT NO: 2007907
CONTRACT DATE: 07/10/07
NOTICE TO PROCEED: 08/07/07
BUDGET LINE ITEM: 3000-381-M050-6504
RESOLUTION NO: R20071139
DISTRICT NO: 3**

TO: AMERICAN EARTH MOVERS, INC.

You are directed to make the following change(s) to this Contract:

BID ITEM 44 Revise bid item to include additional costs for the modifications of the 20' box culvert per design submitted by Bridge Design Associates, dated, November 8, 2007.

You are directed to make the following change in this Contract:

BID ITEM 44 Large Box Culvert - 20'X36": Payment will be made for costs associated with or incidental to the additional work to modify the large box culvert. Increase the lump sum price from \$130,000 to \$387,237.70. The total cost change for additional work is \$257,237.70.

NOT VALID UNTIL SIGNED BY COUNTY. SIGNATURE OF THE CONTRACTOR INDICATES HIS AGREEMENT HEREWITH INCLUDING ANY ADJUSTMENT IN THE CONTRACT SUM OR CONTRACT TIME, AND NO ADDITIONAL COST OR TIME INDICATED HEREIN WILL BE RELATED TO THIS CHANGE

The original Contract sum was	\$2,051,292.00
Net change by previous Change Orders	\$ 273,929.48
The Contract Sum prior to this Change Order was	\$2,325,221.48
The Contract Sum will be INCREASED by this Change Order	\$ 257,237.70
The new Contract Sum including this Change Order will be	\$2,582,459.18
The Contract Time for completing the large box culvert and repaving the road to the campground will be increased by	(117) days
The Date of Completion for the large box culvert/road repaving is	February 15, 2008
The Contract Time for the contract will be increased by	(0) days
The Date of Substantial Completion including this Change Order	May 23, 2008

Execution of this Change Order acknowledges final settlement of, and releases, all claims for costs and time associated, directly or indirectly with the above-stated modification(s), including all claims for cumulative delays or disruptions resulting from, caused by, or incident to such modification(s), and including any claim that the above-stated modification(s) constitutes, in whole or part, a cardinal change to the contract.

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Change Order No. 4

Page 2 of 2

CONTRACTOR

American Earth Movers, Inc.
821 N.E. 79th Street
Miami Shores, FL 33138

BY

Print Name, Title: George Munne, President

OWNER

**Palm Beach County
Board of County Commissioners**

BY

Addie L. Greene, Chairperson

Approved as to Form and Legal Sufficiency:

Chief Assistant County Attorney

Approved as to Terms and Conditions:

Richard E. Walesky, Director, ERM

ATTEST:

Sharon R. Bock, Clerk & Comptroller

BY

Deputy Clerk

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SCHEDULE 1

LIST OF PROPOSED SBE-M/WBE PRIME AND/OR SUBCONTRACTORS

PROJECT NAME: Chain of Lakes Restoration PROJECT NO.: 2007907; R2007-1139; CHANGE ORDER NO. 4
 NAME OF PRIME CONTRACTOR: American Earth Movers, Inc. ADDRESS 821 NE 79th Street, Miami Shores, FL 33138
 CONTACT PERSON: George Munne, President PHONE NO: 305-865-6952 FAX NO: 305-867-5050
 CONTRACT AWARD DATE: July 10, 2007 DEPARTMENT: PBC/Department of Environmental Resources Management

PLEASE IDENTIFY ALL APPLICABLE CATEGORIES OF PRIME AND/OR SUBCONTRACTORS

Name, Address and Phone Number	(Check one or both Categories)		Subcontract Amount				
	Minority Business	Small Business	Black	Hispanic	Women	Caucasian	Other(Please Specify)
1	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____
2	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____
3	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____
4	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____
5	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____
(Please use additional sheets if necessary)		Total	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____

Total Change Order Price \$ 257,237.70 Total Value of SBE Participation on Change Order \$ -0-

- NOTE: 1. The amounts listed on this form must be supported by the Subcontractors (and, if applicable, Prime) prices included on Schedule 2 in order to be counted toward goal attainment.
 2. Firms may be certified by Palm Beach County as an SBE and/or an M/WBE. If firms are certified as both an SBE and M/WBE, please indicate the dollar amount under the appropriate category.
 3. M/WBE information is being collected for tracking purposes only.

Handwritten mark

CHANGE ORDER

- Owner Initiated
- Differing Site Conditions
- Zoning/Code/Ordinance Changes
- Errors/Omissions/In Design
- Quantity Overruns/Underruns
- Request By Another Agency/Outside Party
- A. Reimbursable B. Non-Reimbursable
- Other

**PROJECT: PALM BEACH COUNTY
CHAIN OF LAKES RESTORATION**

**CHANGE ORDER NO: 5
COUNTY PROJECT NO: 2007907
CONTRACT DATE: 07/10/07
NOTICE TO PROCEED: 08/07/07
BUDGET LINE ITEM: 3000-381-M050-6504
RESOLUTION NO: R2007-1139
DISTRICT NO: 3**

TO: AMERICAN EARTH MOVERS, INC.

You are directed to make the following change(s) to this Contract:

BID ITEM 46 Add lump sum bid item to include addition of two (2) temporary by-pass roads by the small box culvert and large box culvert according to Work Directive #1, dated October 25, 2007.

You are directed to make the following change in this Contract:

BID ITEM 46 Construct a temporary access road required to provide authorized public access to the park pavilion on Picnic Island around the small box culvert and construct a temporary access road required to provide RV access to the campgrounds around the large box culvert. Remove both roads after completion of small and large box culverts. Payment will be made for work items detailed in the attached cost projection that are associated with or incidental to the construction of temporary by-pass roads by the large and small box culverts. Total cost change for additional work is \$119,218.18.

NOT VALID UNTIL SIGNED BY COUNTY. SIGNATURE OF THE CONTRACTOR INDICATES HIS AGREEMENT HEREWITH INCLUDING ANY ADJUSTMENT IN THE CONTRACT SUM OR CONTRACT TIME, AND NO ADDITIONAL COST OR TIME INDICATED HEREIN WILL BE RELATED TO THIS CHANGE

The original Contract sum was	\$ 2,051,292.00
Net change by previous Change Orders	\$ 531,167.18
The Contract Sum prior to this Change Order was	\$ 2,582,459.18
The Contract Sum will be INCREASED by this Change Order	\$ 119,218.18
The new Contract Sum including this Change Order will be	\$ 2,701,677.36
The Contract Time for the contract will be increased by	(0) DAYS
The Date of Substantial Completion including this Change Order	May 23, 2008

Execution of this Change Order acknowledges final settlement of, and releases, all claims for costs and time associated, directly or indirectly with the above-stated modification(s), including all claims for cumulative delays or disruptions resulting from, caused by, or incident to such modification(s), and including any claim that the above-stated modification(s) constitutes, in whole or part, a cardinal change to the contract.

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CONTRACTOR

American Earth Movers, Inc.

821 N.E. 79th Street

Miami Shores, FL 33138

BY _____

Print Name, Title: George Munne, President

OWNER

Palm Beach County

Board of County Commissioners

BY _____

Addie L. Greene, Chairperson

Approved as to Form and Legal Sufficiency:

Chief Assistant County Attorney

ATTEST:

Sharon R. Bock, Clerk & Comptroller

BY _____

Deputy Clerk

Approved as to Terms and Conditions:

Richard E. Walesky
Richard E. Walesky, Director, ERM

SCHEDULE 1

LIST OF PROPOSED SBE-M/WBE PRIME AND/OR SUBCONTRACTORS

PROJECT NAME: Chain of Lakes Restoration PROJECT NO.: 2007907; R2007-1139; CHANGE ORDER NO. 5
 NAME OF PRIME CONTRACTOR: American Earth Movers, Inc. ADDRESS 821 NE 79th Street, Miami Shores, FL 33138
 CONTACT PERSON: George Munne, President PHONE NO: 305-865-6952 FAX NO: 305-867-5050
 CONTRACT AWARD DATE: July 10, 2007 DEPARTMENT: PBC/Department of Environmental Resources Management

PLEASE IDENTIFY ALL APPLICABLE CATEGORIES OF PRIME AND/OR SUBCONTRACTORS

Name, Address and Phone Number	(Check one or both Categories)		Subcontract Amount				
	Minority Business	Small Business	Black	Hispanic	Women	Caucasian	Other(Please Specify)
1.	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____
2.	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____
3.	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____
4.	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____
5.	<input type="checkbox"/>	<input type="checkbox"/>	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____
(Please use additional sheets if necessary)		Total	\$ _____	\$ _____	\$ _____	\$ _____	\$ _____

Total Change Order Price \$ 119,218.18

Total Value of SBE Participation on Change Order \$ -0-

- NOTE: 1. The amounts listed on this form must be supported by the Subcontractors (and, if applicable, Prime) prices included on Schedule 2 in order to be counted toward goal attainment.
 2. Firms may be certified by Palm Beach County as an SBE and/or an M/WBE. If firms are certified as both an SBE and M/WBE, please indicate the dollar amount under the appropriate category.
 3. M/WBE information is being collected for tracking purposes only.

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Attachment 2
R2007 1139
CONTRACT

THIS CONTRACT, made and entered into this _____ day of JUL 10 2007, 20___, between PALM BEACH COUNTY, a political subdivision of the State of Florida, hereinafter referred to as the "County" and AMERICAN EARTH MOVERS, INC., hereinafter referred to as the "CONTRACTOR".

WITNESSETH:

That the said Contractor having been awarded the contract for the:
Chain of Lakes Restoration Project
Project No.: 2007907

in accordance with the Bid therefore and for and in consideration of the promises and of the covenants and agreements, and of the payments herein specified, to be made and performed by the Contractor and the County, the Contractor hereby covenants and agrees to and with the County to undertake and execute all of the said named work, in a good, substantial and workmanlike manner, and to furnish and pay for all materials, labor, supervision, equipment, supplies, fees, expertise, and services necessary to fully complete all work in accordance with all requirements of the Contract Documents and in accordance with all applicable codes and governing regulations, within the time limit specified in the Bid Form. The Contract Documents consist of the following documents which are incorporated herein by reference.

- A - Invitation for Bid, Instructions to Bidders, Bid Form and Attachments 1 through 8.
- B - Completed Bonds, Guarantee and Insurance Forms.
- C - General Conditions and Appendix A, B.
- D - Technical Specifications.
- E - Addenda.
- F - Drawings.

Contractor agrees to accept as full compensation for the satisfactory performance of this Contract the sum of Two Million Fifty-One Thousand Two Hundred Ninety-Two and 00/100 Dollars (\$2,051,292.00). The prices named in the Bid are for the completed work and all expense, direct or indirect, connected with the proper execution of the work and of maintaining the same until it is accepted by the Board of County Commissioners. It is understood that the Contractor holds and will maintain current appropriate certification and/or license for performing the specified work pursuant to this Contract. The time limit for the Substantial Completion of all work under this contract shall be as stated in the Bid Form. The date fixing the beginning of this period upon the calendar shall be established and stated in the Notice to Proceed.

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IN WITNESS WHEREOF, the Board of County Commissioners of Palm Beach County, Florida, has made and executed this Contract on behalf of the said County and caused the seal of the said County to be affixed hereto, and the Contractor has hereunto set his hand and seal the day and year written. The Contractor represents that it is authorized to execute this contract on behalf of itself and its Surety.

R2007 1139
JUL 10 2007

PALM BEACH COUNTY, FLORIDA, A
Political Subdivision of the State of Florida
BOARD OF COUNTY COMMISSIONERS

ATTEST:
SHARON R. BOCK
CLERK & COMPTROLLER

Nancy Powell
Deputy Clerk



By: Addie L. Greene
Addie L. Greene, Chairperson

APPROVED AS TO FORM AND LEGAL
SUFFICIENCY

James Meyer
Assistant County Attorney

APPROVED AS TO TERMS AND
CONDITIONS

Charles Rich
Engineering
Richard E. Walesky
Richard E. Walesky, Director
Department of Environmental Resources Management

'CONTRACTOR'

By: AMERICAN EARTH MOVERS, INC.
(Corporate Name)

a Florida corporation
(insert state of corporation)

By: George Munne
(signatory)

GEORGE MUNNE
(print signatory's name)

PRESIDENT
(print title)

06/21/07, 2007
(date of execution)

821 NE 79th Street
(Contractor's Official Address)

Miami Shores, FL 33138
(Contractor's City, State, Zip Code)

65-0724929
(Federal Tax No.)

Juan Diaz
(witness signature)

Juan P. Diaz
(witness name printed)

LD
(witness signature)

Lilian E. Vigil
(witness name printed)

(Corporate Seal)

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Jun. 26. 2007 10:31AM

No. 0632 P. 2

**CERTIFICATE
(Corporation)**

The undersigned hereby certifies that the following are true and correct statements:

1. That he/she is the Secretary of American Earth Movers, Inc. a corporation organized and existing in good standing under the laws of the State of Florida hereinafter referred to as the "Corporation", and that the following Resolutions are true and correct copies of certain Resolutions adopted by the Board of Directors of the Corporation as the 21th day of June, 2007, in accordance with the laws of the State of the state of incorporation of the Corporation, the Articles of Incorporation and the By-laws of the Corporation.

RESOLVED, that the Corporation shall enter into that certain Agreement between Palm Beach County, a political subdivision of the State of Florida and the Corporation, a copy of which is attached hereto, and be it

FURTHER RESOLVED, that George Monne the President of the Corporation, is hereby authorized and instructed to execute such Agreement and such other instruments as may be necessary and appropriate for the Corporation to fulfill its obligations under the Agreement.

2. That the foregoing resolutions have not been modified, amended, rescinded, revoked or otherwise changed and remain in full force and effect as of the date hereof.

3. That the Corporation is in good standing under the laws of the State of Florida or its state of incorporation, if other, and has qualified, if legally required, to do business in the State of Florida and has the full power and authority to enter into such Agreement.

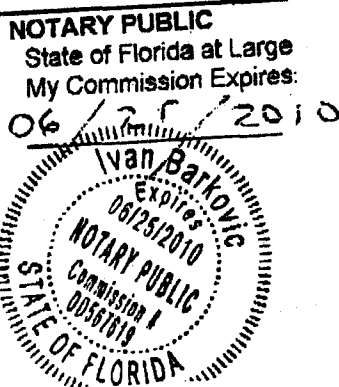
IN WITNESS WHEREOF, the undersigned has set his hand and affixed the Corporate Seal of the Corporation the 21th day of June, 2007.

(CORPORATE SEAL)

Jacqueline Monne
(Signature)
Jacqueline Monne
(Print Signatory's name & title)

SWORN TO AND SUBSCRIBED before me this 21th day of JUNE 2007, by the Secretary of the aforesaid Corporation, who is personally known to me OR who produced _____ as identification and who did take an oath.

I. Barkovic
(Notary Signature)
IVAN B. BARKOVIC
(Print Notary's Name) **NOTARY PUBLIC**
State of Florida at Large
My Commission Expires:



END OF SECTION