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Articles of Amendment

Filed 4-11-89

3 pgs.

525191

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DENVER, COLORADO 80203
(303) 861-0600

REPLY TO:

ORLANDO

April 6, 1989

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Att: Amendment Section

Gentlemen:

Enclosed herewith please find original and one copy of Amendment to the Articles of Incorporation of Metretek, Incorporated, together with our firm check in the amount of \$50.00.

Please file the original and return a certified copy thereof to me, at our Orlando office.

Thank you for your courtesy in this matter.

Sincerely,

Anne B. Skaggs
Anne B. Skaggs
Legal Assistant

Enclosures
18115 80003

Name	
Availability	
Document Examiner	JP
Updater	JP
Updater Verifier	JP
Acknowledgement	JP
W. P. Verifier	JP

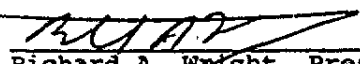
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15, J*

CERTIFICATE OF AMENDMENT

The undersigned, as the duly elected and qualified President and Secretary of METRETEK, INCORPORATED, a Florida corporation, do hereby certify that the following is a true and correct copy of resolution duly adopted by the Directors and Shareholders of said Corporation on the 9th day of June, 1988, pursuant to the provisions of the Florida General Corporations Act:

RESOLVED, that Section 1. of Article III, of the Amended and Restated Articles of Incorporation be amended to read as follows:

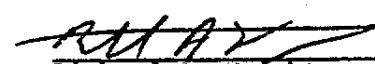
1. The aggregate number of shares of capital stock which this corporation shall have authority to issue is Six Million Three Hundred Fifteen Thousand (6,315,000) shares, consisting of Three Hundred Fifteen Thousand (315,000) shares of Special Preference Stock, par value \$0.01 per share, One Million (1,000,000) shares of Special Common Stock, par value \$0.01 per share and Five Million (5,000,000) shares of Common Stock, par value \$0.01 per share.


Richard A. Wright, President

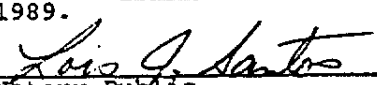

Marsha Bateman, Secretary

STATE OF FLORIDA
COUNTY OF BREVARD

Before me an officer duly authorized in the State and County aforesaid to administer oaths, personally appeared RICHARD A. WRIGHT, who being duly sworn, deposes and says: That he is the President of Metratek, Incorporated, a corporation duly organized under the laws of the State of Florida, having its principal place of business in Melbourne, Florida; that he has read the foregoing Certificate of Amendment and that the same is true.


Richard A. Wright

Sworn to and subscribed before
me this 27th day of March,
1989.


Notary Public

My Commission expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. DEC. 4, 1992
BOUGHT THRU GENERAL INS. UND.