

F80000001049

Florida Department of State
Division of Corporations
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FILED
2005 SEP 30 PM 2:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
05 SEP 30 AM 8:00
DIVISION OF CORPORATIONS

BASIC AMENDMENT
AMERICAN WATER SERVICES (USA), INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
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**PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANACT BUSINESS IN FLORIDA
(Pursuant to s 607.1504, F.S.)**

**SECTION I
(1-3 MUST BE COMPLETED)**

F00000001049
(Document number of corporation (if known))

1. American Water Services (USA), Inc.
(Name of corporation as it appears on the records of the Department of State)

2. Delaware (Incorporated under laws of) 3. February 28, 2000
(Date authorized to do business in Florida)

**SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? September 30, 2005

5. American Water (USA), Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

FILED
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TALLAHASSEE, FLORIDA

[Signature]
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

William B. Eisenstadt
(Typed or printed name of person signing)

September 7, 2005
(Date)

Vice President
(Title of person signing)

Delaware

PAGE 1

The First State

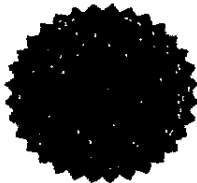
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "AMERICAN WATER SERVICES (USA), INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "AMERICAN WATER (USA), INC.", THE TWENTY-SIXTH DAY OF SEPTEMBER, A.D. 2005, AT 4:51 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRTIETH DAY OF SEPTEMBER, A.D. 2005.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

2527676 8320

050786873



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4186375

DATE: 09-27-05