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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CT Corporation System

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 (850)222-1092

City State Zip Phone

700003008697-2
-10/07/99--01048--011
*****35.00 *****35.00

CORPORATION(S) NAME

USE FILTER TRANSPORT, INC

CHANGE NAME TO: VIVENDI WATER TRANSPORT, INC

- Profit
- NonProfit
- Amendment
- Merger
- Foreign
- Dissolution/Withdrawal
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DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. USFilter Transport, Inc.
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Delaware
3. Date authorized to do business in Florida: September 15, 1999

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 29, 1999
5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:
Vivendi Water Transport, Inc.
6. If the amendment changes the period of duration, indicate new period of duration.
No Change
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

Kevin Spence
Signature
Name and Title

10/4/99
Date

Kevin L. Spence, President

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "USFILTER TRANSPORT, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "VIVENDI WATER TRANSPORT, INC." THE TWENTY-NINTH DAY OF SEPTEMBER, A.D. 1999, AT 2 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

2680991 8320

991420173

AUTHENTICATION:

0009815

DATE:

10-05-99