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GLOBAL ECOLOGICAL ENGINEERING  
PARTNERSHIP, INC.  
4507 SW 83<sup>RD</sup> DRIVE  
GAINESVILLE, FLORIDA 32608  
(352) 336-4677

FILED

01 APR 10 PM 12:12

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

April 5, 2001

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

200003985212--2  
-04/10/01--01079--001  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Re: Articles of Amendment to Articles of Incorporation of  
Global Ecological Engineering Partnership, Inc.

Dear Sir:

We are pleased to enclose an original and one copy of the Articles of Amendment to the Articles of Incorporation for the subject corporation, together with a copy of the Written Consent of the Board of Directors and our check in the amount of \$43.75 to cover the cost of the following:

Filing Fee	-	\$35.00
Certified Copy Fee	-	\$ 8.75
		\$43.75

We would appreciate your filing the Articles of Amendment, certifying the enclosed copy and returning the same to us in the addressed, stamped envelope provided for that purpose.

*MC Amord  
4-18-01  
PMS*

Sincerely,

KERRY MCWALTER  
President

Enclosures

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF

GLOBAL ECOLOGICAL ENGINEERING PARTNERSHIP, INC.

TO: DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provision of section 617.1006 of the Florida Statutes, the undersigned corporation not-for-profit adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is GLOBAL ECOLOGICAL ENGINEERING PARTNERSHIP, INC.

2. The following amendments to the Articles of Incorporation were adopted by all of the directors of the corporation in the manner prescribed by section 617.1002, Florida Statutes:

Change of Corporate Name

That Article I of the Articles of Incorporation is hereby amended by deleting the material that has been lined through and adding the material that has been underscored to read as follows:

The name of this corporation shall be:

~~GLOBAL ECOLOGICAL ENGINEERING PARTNERSHIP, INC.~~

THE SPHERIAN PARTNERSHIP, INC.

Change of Procedure for Electing Directors  
To Comport With Bylaws

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TALLAHASSEE, FLORIDA

That Article V(b) of the Articles of Incorporation is hereby amended by adding the material that has been underscored to read as follows:

(b) The members of this Corporation, or in the absence of members, the Board of Directors, shall elect the directors in accordance with the bylaws and may remove any director from office at any time with or without cause. In the election of directors, there shall be no cumulative voting.

3. The number of members of the corporation at the time of the adoption of the amendments was, and is, zero (0).

4. The date of the adoption of the amendments by the board of directors was April 3, 2001.

DATED: April 3, 2001.

GLOBAL ECOLOGICAL ENGINEERING  
PARTNERSHIP, INC.  
A Florida not for profit  
Corporation

BY: Kerry McWalter  
KERRY MCWALTER  
PRESIDENT AND  
CHAIRMAN OF THE BOARD

BY: Kerry McWalter  
KERRY MCWALTER  
SECRETARY