

P.O. Box 3395 West Palm Beach, FL 33402-3395 (561) 838-1729 June 18, 2001

Department of State Division of Corporations Amendment Section PO Box 6327 Tallahassee, FL 32314

300004437263--6 -06/22/01--01067--009 *****43,75 *****43,75

Ref: Article of Amendment

Enclosed please find our check, in the amount of \$43.75. This fee includes the \$35.00 filing fee as well as \$8.75 for a Certificate of Status for the attached Article of Amendment.

Your attention to this matter is appreciated.

Thank-you.

Yours very truly

Florida Public Utilities Co Corporate Secretary and

Vice President

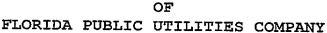
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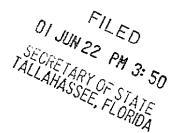
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Amend

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ARTICLE OF AMENDMENT TO CERTIFICATE OF REINCORPORATION





Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following article of amendment to its certificate of reincorporation: FIRST: Amendment adopted: Article 3 of the company's Certificate of Reincorporation was amended to increase the number of authorized shares of common stock, \$1.50 par value, from 3,500,000 to 6,000,000 shares. SECOND: THIRD: The date of the amendment's adoption: April 17, 2001 . FOURTH: Adoption of Amendment(s) (CHECK ONE) \boxtimes The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval. The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s): "The number of votes cast for the amendment(s) was/were sufficient for approval by voting group The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

June

, 2001.

Corporate Secretary and Vice President

day of

Brown,

Signed this

Signature