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UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, Florida 32301 (850) 681-6528

HOLD FOR PICKUP BY UCC SERVICES OFFICE USE ONLY

February 27, 2003

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Azurix North America (USA) Inc.

| Azutix North America (OSA) inc. | | | | | |
|--|---------|--|--|--|--|
| | | | | | |
| Filing Evidence ■ Plain/Confirmatio | п Сору | Type of Document Certificate of Status | | | |
| □ Certified Copy | | ☐ Certificate of Good Standing | | | |
| | | ☐ Articles Only | | | |
| Retrieval Reque Photocopy Certified Copy | st | ☐ All Charter Documents to Include Articles & Amendments ☐ Fictitious Name Certificate ☐ Other | | | |
| . NEW FILINGS | | AMENDMENTS | | | |
| Profit | x | Amendment | | | |
| Non Profit | | Resignation of RA Officer/Director | | | |
| Limited Liability | | Change of Registered Agent | | | |
| Domestication | | Dissolution/Withdrawal | | | |
| Other | | Merger | | | |
| | <u></u> | | | | |
| OTHER FILINGS | | REGISTRATION/QUALIFICATION | | | |
| Annual Reports | | Foreign | | | |
| Fictitious Name | | Limited Liability | | | |
| Name Reservation | | Reinstatement | | | |
| Reinstatement | | Trademark | | | |
| | | Other | | | |

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

(Pursuant to s. 607.1504, F.S.)

| | (1-3 MUST BE COMPLETED) F00000001049 (Document number of corporation (if known) Azurix North America (USA), Inc. | |
|------------|--|----------|
| | F0000001049 | • |
| | (Document number of corporation (if known) | فعس |
| 1. | Azurix North America (USA), Inc. | |
| | (Name of corporation as it appears on the records of the Department of State) | |
| 2. | Delaware 3 2/28/2000 | _ |
| _ | (Incorporated under laws of) (Date authorized to do business in Florida) | |
| | SECTION II (4-7 COMPLETE ONLY THE APPLICABLE CHANGES) The amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 02/04/2003 | |
| 5. <u></u> | American Water Services (USA), Inc. lame of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, of contained in new name of the corporation) | <u>-</u> |
| 6. I | the amendment changes the period of duration, indicate new period of duration. (New duration) | |
| 7.1 | The amendment changes the jurisdiction of incorporation, indicate new jurisdiction. (New jurisdiction) | |
| | (Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary) | |
| | William R. Fisenstadt Vice President and Secretary | |

(Typed or printed name)

(Title)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "AZURIX NORTH AMERICA (USA), INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "AMERICAN WATER SERVICES (USA), INC.", THE FOURTH DAY OF FEBRUARY, A.D. 2003, AT 2:55 O'CLOCK P.M.

Warriet Smith Windson Harriet Smith Windson Secretary of State

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 2270229

DATE: 02-24-03

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