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FILED
01 JAN -4 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 945485 7187011

AUTHORIZATION : *Patricia Pigot*

COST LIMIT : \$ 35.00

ORDER DATE : December 27, 2000

ORDER TIME : 9:29 AM

ORDER NO. : 945485-020

CUSTOMER NO: 7187011

600003522936-12

CUSTOMER: Ms. Monique Diaz
Encompass Services Corporation
3 Greenway Plaza
Suite 2000
Houston, TX 77046

FOREIGN FILINGS

NAME: ENCOMPASS NATIONAL ACCOUNTS
GROUPS, INC.

XX PROFIT
NON-PROFIT

XX CORPORATE
LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

N.C.

G. COULLETTE JAN 04 2001

RECEIVED
01 JAN -4 AM 10:42
DIVISION OF CORPORATION

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

(1-3 MUST BE COMPLETED)

1. Encompass National Accounts, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Delaware
Incorporated under laws of
3. 9/29/00
Date authorized to do business in Florida

(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? December 8, 2000.
5. Encompass Global Technologies, 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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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signature

12/11/00
Date

Tony L. Visage
Typed or printed name

Assistant Secretary
Title

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ENCOMPASS NATIONAL ACCOUNTS GROUP, INC.",—CHANGING ITS NAME FROM "ENCOMPASS NATIONAL ACCOUNTS GROUP, INC." TO "ENCOMPASS GLOBAL TECHNOLOGIES, INC.", FILED IN THIS OFFICE ON THE EIGHTH DAY OF DECEMBER, A.D. 2000, AT 9 O'CLOCK A.M.




Edward J. Freel, Secretary of State

AUTHENTICATION: 0880082

DATE: 12-27-00

3136113 8100

001651409

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 12/08/2000
001614835 - 3136113

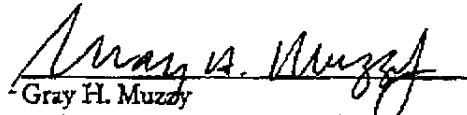
STATE OF DELAWARE
CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION
OF
ENCOMPASS NATIONAL ACCOUNTS GROUP, INC.

It is hereby certified that:

1. The name of the corporation (hereinafter called the "Corporation") is Encompass National Accounts Group, Inc.
2. The certificate of incorporation of the Corporation is hereby amended by striking out Article FIRST thereof and by substituting in lieu of said Article the following new Article:

"FIRST: The name of the corporation is Encompass Global Technologies, Inc."
3. The amendment of the certificate of incorporation herein certified has been duly adopted and written consent has been given in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Signed on this 6th day of November, 2000.


Gray H. Muzzy
Senior Vice President, General Counsel and
Secretary