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Florida Department of State
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
VEOLIA ES PINELLAS, INC.**

Certificate of Status	0
Certified Copy	3
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JAN 29 2013

T. LEWIS

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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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.)

SECTION I
(1-3 MUST BE COMPLETED)

F05000000527

(Document number of corporation (if known))

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. VEOLIA ES PINELLAS, INC.

(Name of corporation as it appears on the records of the Department of State)

2. Delaware

(Incorporated under laws of)

3. January 28, 2005

(Date authorized to do business in Florida)

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? _____

5. GCS Energy Recovery of Pinellas, 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)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

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)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

Thomas Murphy
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Thomas Murphy, President

(Typed or printed name of person signing)

Paul
(Title of person signing)

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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 "VEOLIA ES PINELLAS, INC.", CHANGING ITS NAME FROM "VEOLIA ES PINELLAS, INC." TO "GCS ENERGY RECOVERY OF PINELLAS, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF JANUARY, A.D. 2013, AT 4:09 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2415848 8100

130093128

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBullock", written over a horizontal line.

Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0172286

DATE: 01-28-13

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State of Delaware
Secretary of State
Division of Corporations
Delivered 04:43 PM 01/25/2013
FILED 04:09 PM 01/25/2013
SRV 130093128 - 2415848 FILE

**CERTIFICATE OF AMENDMENT TO THE
CERTIFICATE OF INCORPORATION OF
VEOLIA ES PINELLAS, INC.**

Pursuant to the General Corporation Law of the State of Delaware, the Certificate of Incorporation of VEOLIA ES PINELLAS, INC., a Delaware corporation (the "Corporation"), is hereby amended according to this Certificate of Amendment to the Certificate of Incorporation:

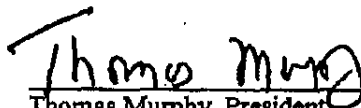
FIRST: The name of the Corporation is VEOLIA ES PINELLAS, INC.

SECOND: The first clause of the Certificate of Incorporation of the Corporation is amended in its entirety and replaced by the following:

"FIRST: The name of the Corporation (the "Corporation") is GCS Energy Recovery of Pinellas, Inc."

THIRD: The foregoing amendment was adopted by resolution of the sole shareholder and Board of Directors of the Corporation, in accordance with Section 242 of the General Corporation Law of the State of Delaware on January 24, 2013, constituting a sufficient number of votes to approve the amendment.

IN WITNESS WHEREOF, the undersigned has executed this instrument this 24 day of January, 2013.


Thomas Murphy, President