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COVER LETTER

TO: Amendment Section Division of Corporations				
SUBJECT: DS Waters of America, Inc.				
Name of Corporation				
DOCUMENT NUMBER: F06000006890				
The enclosed Amendment and fee are submitted for filing.				
Please return all correspondence concerning this matter to the following:				
Ryan K. Owens, Secretary				
Name of Contact Person				
DS Waters of America, Inc.				
Firm/Company				
5660 New Northside Drive Atlanta	GA 30328			
Address				
Atlanta, Georgia 30328				
City/State and Zip Code				
notices@water.com				
E-mail address: (to be used for future annual report notification)				
For further information concerning this matt	er, please call:			
Name of Contact Person	at (770) 933-1400 Area Code & Daytime Telephone Number			
Enclosed is a check for the following amour	at.			
Enclosed is a check for the following amoun	ιι.			
\$35,00 Filing Fee \$43.75 Filing Fee & Certificate of Status				
Mailing Address: Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	Street Address: Amendment Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301			

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)

(1-3 M	MUST BE COMPLETED)		
F06000006890		41 141	
(Document n	number of corporation (if known)		
DS Waters of America, Inc.		137	
· · · · · · · · · · · · · · · · · · ·	opears on the records of the Department of State)		
2. Delaware	_{3.} 11/2/2006	ر کی	
(Incorporated under laws of)	(Date authorized to do business in	Florida)	
(4-7 COMPLETE C	SECTION II ONLY THE APPLICABLE CHANGES)		
4. If the amendment changes the name of the corp	oration, when was the change effected under the	e laws of	
its jurisdiction of incorporation? March 1, 20	14		
_{5.} DS Services of America, Inc.			
(Name of corporation after the amendment, add appropriate abbreviation, if not contained in no	ling suffix "corporation," "company," or "incor ew name of the corporation)	porated," or	
(If new name is unavailable in Florida, enter alto business in Florida)	ernate corporate name adopted for the purpose of	f transacting	
6. If the amendment changes the period of duratio	n, indicate new period of duration.		
	(New duration)		
7. If the amendment changes the jurisdiction of in	corporation, indicate new jurisdiction.		
	(New jurisdiction)		
8. Attached is a certificate or document of similar 90 days prior to delivery of the application to the having custody of corporate records in the jurish	import, evidencing the amendment, authenticat ne Department of State, by the Secretary of State diction under the laws of which it is incorporate	ed not more than or other official ed.	
Som -			
(Signature of a director, president or other office of a receiver or other court appointed fiduciary,	r - if in the hands		
Ryan K. Owens	Chief Legal Officer and Secreta	rv	
(Typed or printed name of person signing)		(Title of person signing)	

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 "DS WATERS OF AMERICA,
INC.", CHANGING ITS NAME FROM "DS WATERS OF AMERICA, INC." TO
"DS SERVICES OF AMERICA, INC.", FILED IN THIS OFFICE ON THE
TWENTY-SIXTH DAY OF FEBRUARY, A.D. 2014, AT 11 O'CLOCK A.M.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF MARCH, A.D. 2014.

2071647 8100

140244169

AUTHENT CATION: 1166719

DATE: 02-27-14

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

State of Delaware Secretary of State Division of Corporations Delivered 11:00 AM 02/26/2014 FILED 11:00 AM 02/26/2014 SRV 140244169 - 2071647 FILE

CERTIFICATE OF AMENDMENT OF AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF DS WATERS OF AMERICA, INC.

DS Waters of America, Inc. (the "Company"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL"), does hereby certify:

FIRST: The legal name of the Company is DS Waters of America, Inc.

SECOND: The Certificate of Incorporation of the Company was filed with the Secretary of State of the State of Delaware on October 27, 2006. The Certificate of Incorporation was most recently amended and restated on August 30, 2013 (the "Amended and Restated Certificate of Incorporation").

THIRD: This Certificate of Amendment of Amended and Restated Certificate of Incorporation of the Company (this "Certificate of Amendment") was duly approved, adopted and declared advisable by the written consent of the Board of Directors of the Company in accordance with Sections 141 and 242 of the DGCL.

FOURTH: This Certificate of Amendment was duly approved and adopted by the written consent of the sole stockholder of the Company in accordance with Sections 228 and 242 of the DGCL.

FIFTH: The Amended and Restated Certificate of Incorporation is hereby amended by deleting Article 1 thereof in its entirety and replacing it with the following:

"1. Name. The name of the Corporation is DS Services of America, Inc."

SIXTH: This Certificate of Amendment shall become effective on March 1, 2014.

IN WITNESS WHEREOF, this Certificate of Amendment has been duly executed by an authorized person as of the 25 day of February, 2014.

DS WATERS OF AMERICA, INC.

Ryan K Owens Chief Leval Officer and S