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Corporation(s) Name

Davis Water Analysis, Inc.

Change Name TO: Synagis of Florida - Davis Water, Inc.

☐ Profit

☐ Nonprofit

☐ Foreign

☐ LLC

☐ Limited Partnership

☐ Reinstatement

☐ Certified Copy

☒ Walk in

☒ Amendment

☐ Dissolution

☐ Annual Report

☐ Reservation

☐ Fictitious Name

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☐ Mark

☐ Other

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00 MAR -3 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATE
TALLAHASSEE, FLORIDA

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NIC Amend

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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
DAVIS WATER ANALYSIS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006 of the Florida Business Corporation Act, Davis Water Analysis, Inc., a Florida corporation (the "Corporation"), hereby adopts the following articles of amendment to its articles of incorporation:

FIRST: The articles of incorporation of the Corporation are amended and adopted as follows:

Article I of the Articles of Incorporation is hereby amended in its entirety to read as follows:

"ARTICLE I

The name of the Corporation is Synagro of Florida – Davis Water, Inc."

Article VI of the Articles of Incorporation is hereby amended in its entirety to read as follows:

"ARTICLE VI

Cumulative voting of the shares is expressly prohibited. No shareholder or other person shall have any preemptive right whatsoever."

Article XI of the Articles of Incorporation is hereby added to read in its entirety as follows:

"ARTICLE XI

No director of the Corporation shall be liable to the Corporation or any other person for any statement, vote, decision, or failure to act, regarding Corporation management or policy, by a director, unless: (a) the director breached or failed to perform his or her duties as a director; and (b) the director's breach of, or failure to perform, those duties constitutes: (i) a violation of the criminal law, unless the director had reasonable cause to believe his or her conduct was lawful or had no reasonable cause to believe his or her conduct was unlawful; (ii) a transaction from which the director received an improper personal benefit, either directly or

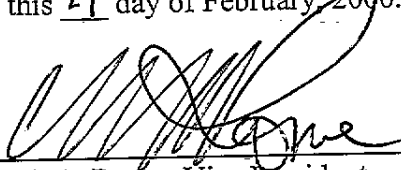
indirectly; (iii) a circumstance under which the liability provisions of Section 607.0834 are applicable; (iv) in a proceeding by or in the right of the Corporation to procure a judgment in its favor or by or in the right of a shareholder, conscious disregard for the best interest of the Corporation, or willful misconduct; or (v) in a proceeding by or in the right of someone other than the Corporation or a shareholder, recklessness or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard of human rights, safety, or property. If the Florida Business Corporation Act or other applicable law is amended to authorize corporate action further eliminating or limiting the liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida Business Corporation Act or other applicable law, as so amended.

Any repeal or modification of the foregoing paragraph by the shareholders shall not adversely affect any right or protection of a director existing at the time of such repeal or modification."

SECOND: The date of each amendment's adoption is February 29, 2000.

THIRD: The amendments were approved and adopted by the shareholders. The number of votes cast for the amendments were sufficient for approval.

IN WITNESS WHEREOF, I have set my hand this 29 day of February, 2000.



Mark A. Rome, Vice President