

ELIAS, MEGINNES, RIFFLE & SEGHETTI, P.C.

JOHN S. ELIAS
BRIAN J. MEGINNES
ROBERT M. RIFFLE
MICHAEL R. SEGHETTI
TROY N. PEDIK

416 MAIN STREET, SUITE 1400
PEORIA, ILLINOIS 61602
TELEPHONE (309) 637-6000
FAX (309) 637-8514

09544-011

June 30, 1999

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

600002923596--1
-07/06/99--01090--006
*****43.75 *****43.75

Ladies and Gentlemen:

Enclosed please find the following documents:

- (1) Application by Foreign Profit Corporation to file Amendment to Application for Authorization to Transact Business in Florida, in duplicate, for Environmental Science & Engineering, Inc., whereby it changed its name to QST Environmental Inc.;
- (2) Check in the amount of \$43.75 made payable to Florida Department of State; and
- (3) Certified copy of Certificate of Amendment of Environmental Science & Engineering, Inc. changing its name from Environmental Science & Engineering, Inc. to QST Environmental Inc.

After filing, please return the certified copy to the undersigned.

If you have any questions, please call me.

Very truly yours,

Brian J. Meginnes

BJM/vsp
199-1288
Enclosures

FILED
99 JUL -6 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

797000006688
NC
5 P
*last copy

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

(1-3 MUST BE COMPLETED)

Name of corporation as it appears on the records of the Department of State.

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? June 28, 1999

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

Signature _____

Date _____

Typed or printed name

Title

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 "ENVIRONMENTAL SCIENCE & ENGINEERING, INC.", CHANGING ITS NAME FROM "ENVIRONMENTAL SCIENCE & ENGINEERING, INC." TO "QST ENVIRONMENTAL INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF JUNE, A.D. 1999, AT 4:30 O'CLOCK P.M.

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




Edward J. Freel, Secretary of State

2277456 8100

991266688

AUTHENTICATION:

9839355

DATE:

06-30-99

ENVIRONMENTAL SCIENCE & ENGINEERING, INC.

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

Environmental Science & Engineering, Inc., a corporation duly organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

I. That the Board of Directors of Environmental Science & Engineering, Inc., by the Unanimous Written Consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said Corporation:

RESOLVED, that the Certificate of Incorporation of Environmental Science & Engineering, Inc. be amended by changing the name of the Corporation from "Environmental Science & Engineering, Inc." to "QST Environmental Inc."

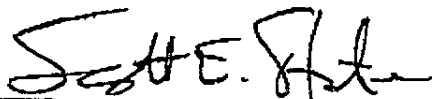
II. That in lieu of a meeting and vote of stockholders, the sole stockholder has given its Unanimous Written Consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

III. That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

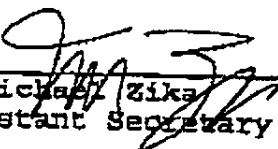
IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment of Certificate of Incorporation to be signed by Scott E. State, its Chairman, this 29th day of June, 1999.

ENVIRONMENTAL SCIENCE & ENGINEERING,
INC.

By:


Scott E. State, Chairman

ATTEST:


J. Michael Zika
Assistant Secretary

199-1239