**CORPORATE** ACCESS, 236 East 6th Avenue . Tallahassee, Florida 32303 INC. P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666. Fax (850) 222-1666 CERTIFIED COPY CUS (CORPORATE NAME & DOCUMENT #) (CORPORATE NAME & DOCUMENT #) -09/01/99--01031--001 (CORPORATE NAME & DOCUMENT #) (CORPORATE NAME & DOCUMENT #) SPECIAL INSTRUCTIONS

## ARTICLES OF AMENDMENT

ARTICLES OF INCORPORATION SECOND AMENDED

FROM

American	Water	and	Energy	Savers,	Inc.		(5)
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	1					<del>y</del>	
		free	mont name)			<del>,</del>	

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE I is amended to read in its entirety as follows:

"ARTICLE I

## NAME

The name of the corporation is American Utilities Inc. (the "Corporation")."

ARTICLE V is amended to reflect that the registered office andregistered agent are:

> NRAI Services, Inc. 526 East Park Avenue Tallahassee FL 32301 "

If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: August 20,

FOURTH: Adoption of Amendment(s) (CHECK ONE)

	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.							
	The amendment(8) was/were approved by the shareholders through voting groups.  The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):							
	The number of votes cast for the amendment(s) was/were sufficient							
•	for approval by							
×	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.							
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.							
9	Signed this 27th day of August 1999.							
`								
Signature	(By the Chairman of the Board of Directors, President or other officer if adopted by							
Ū	the shareholders)							
	OR .							
	(By a director if adopted by the directors)							
: 1	OR OR							
	(By an incorporator if adopted by the incorporators)							
	$\cdot$							
	John M. Orehek  Typed or printed name							
	Director							

## CONSENT TO SERVE AS REGISTERED AGENT

I, NRAI Services, Inc., hereby consent to serve as Registered Agent in the State of Florida for American Utilities Inc.

I understand that as agent it will be my responsibility to receive service of process; forward all mail; and to immediately notify the office of the Secretary of State in the event of my resignation, or of any changes in the Registered Office address.

August 31, 1999

Tina Leland, Assistant Secretary for

NRAI Services, Inc.