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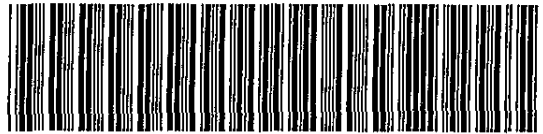
(Business Entity Name)

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TRANSMITTAL LETTER

Department of State
Division of Corporations
P O BOX 6327
Tallahassee, FL 32314

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: WORLD ENERGY WATER LLC

Dear Sir or Madam:

Please find enclosed for filing one original and one copy of the Articles of amendment to ARTICLES OF ORGANIZATION. Also enclosed is a check in the amount \$ 60.00 for the filing fee, certified copy and certificate of status.

Please return to: WORLD ENERGY WATER LLC
27 COVE LANE
EUSTIS, FL 32726

NOTE: The original and one copy of the articles are enclosed.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
WORLD ENERGY WATER LLC**

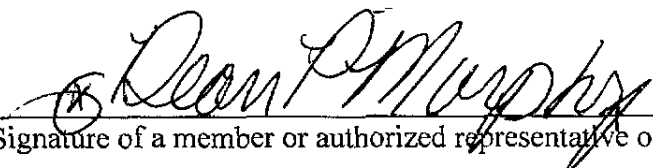
FIRST: The date of filing of the articles of organization was October 14, 2002.

SECOND: The following amendment(s) to the articles of organization were adopted by the limited liability company:

ARTICLE IV MANAGERS/MEMBERS

Manager/Member	Manager/Member	Manager/Member
DEAN P. MURPHY	THOMAS J. MURPHY	NORMAN P. QUEIROGA
820 S BAY ST	27 COVE LANE	AV PRUDENTE DE MORAIS 290/409 CIDADE JARDIM
EUSTIS, FL 32726	EUSTIS, FL 32726	BÉLO HORIZONTE-MG 30380-000 BRAZIL

Dated December 5, 2002.



Signature of a member or authorized representative of a member

Dean P. Murphy - Manager/Member

Typed or printed name of signee

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TALLAHASSEE, FLORIDA