

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L49051

*Voc Analytical Laboratories,
Inc.*

800002420898--7
-02/04/98--01005--015
*****87.50 *****87.50

*File
Second*

**EFFECTIVE DATE
MAY 3 1998**

Signature _____

Requested by: *Chas* *24* *919*

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
____ Cert. Copy _____
____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

RECEIVED
98 FEB -4 AM 9:54
FILED
98 FEB -4 PM 2:57
DIVISION OF CORPORATION
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jon
Name Change
C.C.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 4, 1998

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL

SUBJECT: V.O.C. ANALYTICAL LABORATORIES, INC.
Ref. Number: L49051

RECEIVED
98 FEB -4 PM 2:33
DIVISION OF CORPORATIONS

We have received your document for V.O.C. ANALYTICAL LABORATORIES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your document is being returned as requested.

The date of adoption of each amendment must be included in the document.

If the document was approved by a majority vote of the shareholders, it should also contain a statement that the number of votes cast by the shareholders was sufficient for approval.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6957.

Joy Moon-French
Corporate Specialist

Letter Number: 698A00006315

Corrected

FILED

98 FEB -4 PM 2:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF V.O.C. ANALYTICAL LABORATORIES, INC.**

EFFECTIVE DATE
MAY 3 1998

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.

WHEREAS, the Board of the Directors has recommended a change in the name of the corporation from V.O.C. Analytical Laboratories, Inc. to Brown Environmental Group, Inc.; and

WHEREAS, A.M. Brown, Inc., as holder of in excess of 51% of the voting stock, has consented to the name change, in writing, and waived the requirements for formal notice of a meeting. The number of votes cast by the shareholders was sufficient for approval.

THEREFORE, Article I of the Articles of Incorporation as amended on March 13, 1995, is amended so the name of the corporation shall be changed on May 3, 1998 from V.O.C. Analytical Laboratories, Inc. to Brown Environmental Group, Inc.

This Amendment was adopted on February 3, 1998.

Alejandro Moreno, Chief Executive Officer, is hereby authorized to execute all necessary papers and submit documents to the Secretary of State for purposes of effecting a change of the Corporation's name as approved.

Effective Date of Amendment: May 3, 1998

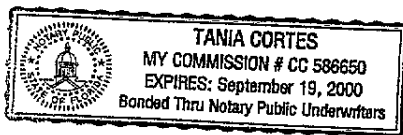
SIGNED this 3RD day of February 1998.

COUNTY OF PALM BEACH DATE
STATE OF FLORIDA) SS:
)

The foregoing instrument was acknowledged before me this 3RD day of February, 1998 by Alejandro Moreno, as Chief of Executive Officer of V.O.C. ANALYTICAL LABORATORIES, INC., (X) who is personally known to me or () who produced _____ as identification.

Tania Cortes
Notary Public
State of Florida

Seal:



BY: Alejandro Moreno
Alejandro Moreno
Chief Executive Officer

voc/articles.amd