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ACCOUNT NO. : 072100000032

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REFERENCE : 077505 4301388

AUTHORIZATION :

COST LIMIT : \$ 43.75

Patricia Pigato

ORDER DATE : March 14, 2001

ORDER TIME : 8:36 AM

ORDER NO. : 077505-030

CUSTOMER NO: 4301388

200003853762--5

CUSTOMER: Peter Kaiser, Legal Assistant
Leboeuf Lamb Greene & Macrae
125 West 55th Street

New York, NY 10019-5389

DOMESTIC AMENDMENT FILING

NAME: OGDEN WATER SYSTEMS OF KEY
LARGO, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward -- EXT# 1135

EXAMINER'S INITIALS: _____

*NC
3-15-01
DAS*

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED

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OGDEN WATER SYSTEMS OF KEY LARGO, INC. TALLAHASSEE, FLORIDA
SECRETARY OF STATE

(present name)

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 adopted:

Article First is amended to read:

First: The name of the Corporation is COVANTA KEY LARGO, INC.

SECOND: The date of the amendment's adoption is: 2/28/2001

THIRD: Adoption of Amendment:

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 12th day of MARCH, 2001

Signature 