POODOS 35750 ENVIRONMENTAL WATER SOLUTIONS, INC.

AUGUST 10, 2000

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS P.O.BOX 6327 TALLAHASSEE, FLORIDA, 32314

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DEAR SIRS:

THE ARTICLES OF INCORPORATION FOR ENVIRONMENTAL WATER SOLUTIONS, INC WERE FILED ON APRIL 7, 2000 AND ASSIGNED DOCUMENT NUMBER P00000035750. FEI NO. 59-3635534.

ON JUNE 27, 2000 THE ARTICLES OF INCORPORATION FOR THIS CORPORATION WERE CHANGED.

WE ARE ATTACHING HERETO THE MINUTES OF THE MEETING AUTHORIZING THE CHANGES AND THE ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION, AS WELL AS THE \$35.00 REQUIRED CHANGE FEE.

JOSEPH MILES ELDRIDGE

PRESIDENT

Ameall LFJ 8-28-2000 DIVISION OF CORPORATIONS

ON AUG 28 PM 2: 14



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

August 21, 2000

Joseph Miles Eldridge % ENVIRONMENTAL WATER SOLUTIONS, INC. 315 Stan Drive, Suite 6 Melbourne, FL 32904

SUBJECT: ENVIRONMENTAL WATER SOLUTIONS, INC.

Ref. Number: P00000035750

We have received your document for ENVIRONMENTAL WATER SOLUTIONS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

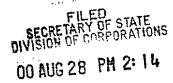
The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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) 487-6910.

Louise Flemming-Jackson Corporate Specialist Supervisor

Letter Number: 900A00044837



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

ENVIRONMENTAL WATER SOLUTIONS, INC.

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

ARTICLE VI PRINCIPAL OFFICE OF THIS CORPORATION IS 315 STAN DRIVE, STITE & MELBOURNE, FL
ARTICLE VII NAME AND ADDRESS OF CURRENT OFFICERS: Gordon E. Evans, President
JOSEPH MILES ELDRIDGE. Chairman; 2866 SE GINZA ST. PORT ST. LUCIE, FL 34952
HELEN B. HORTON, SECRETARY/TREASURER, 2866 SE GINZA ST. PORT ST. LUCIE, FL34952
ARTICLE VIII CURRENT BOARD OF DIRECTORS ARE: JOSEPH MILES ELDRIDGE,
2866 SE GINZA ST. PORT ST. LUCIE, FL. 34952

HELEN B. HORTON,
2866 se ginza st. PORT ST. LUCIE, FL 34952
Gordon E. Evans 1398 Silver Lake Drive
Melbourne, FL 32940

SECOND: 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: Line 27 Loo 0
FOURTE	: 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(s) 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.
Œ	
بعر	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signatur	Signed this
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Gordon E. Evans Typed or printed name
	. Types of princes name
	PRESIDENT
	Title