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## LIPPES & BRYAN, P.A.

ATTORNEYS AT LAW

ONE ENTERPRISE CENTER 225 WATER STREET, SUITE 2100 JACKSONVILLE, FLORIDA 32202

Harold S. Lippes Mark C. Bryan TELEPHONE (904) 633-8781 FACSIMILE (904) 633-7570

November 21, 2003

Department of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

Re: Utility Networks, Inc. – Articles of Amendment

To Whom It May Concern:

Enclosed please find Articles of Amendment to Articles of Incorporation for the above-referenced corporation along with our check in the amount of \$35 to cover your fee for same.

If you should have any questions or comments, please contact me directly at 904-633-8781. Thank you for your assistance.

Sincerely,

Shelly Worthington, Legal Assistant

:smw Enclosure(s)

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

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TALLAHASSEE, FLORIDA

UTILITY NEIWORKS, INC.

(Present Name)

P01000007626

(Document Number of Corporation (If known)

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 VII: change registered agent to:

Mark C. Bryan, Esquire Lippes & Bryan, P.A. One Enterprise Center

225 Water Street, Suite 2100

Jacksonville, FL 32202

I, Mark C. Bryan, hereby accept appointment as registered agent for Utility Networks, Inc., and I am familiar with and accept the obligations of such appointment.

Article IX: change

Directors and Officers as follows:

Remove Patrick A. Cecil and replace with Vicki Blevins as D/VP/S

Address of V. Blevins: 4470 N. Francis, St. Augustine, FL 32095 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	e date of each amendment's adoption: 11-20-03 .
FOURTH: A	Adoption of Amendment(s) (CHECK ONE)
Χ <b>ΣΞ</b> Χ	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"
	for approval byvoting group
	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.
S	Signed this 20th day of November
S	(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee or other court appointed fiduciary, by that fiduciary.)
	Deborah Cecil (Typed or printed name of person signing)
	Director, President and Treasurer

FILING FEE: \$35