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(City/State/Zip/Phone #)

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(Business Entity Name)

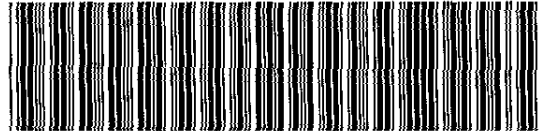
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Member FL & CT Bars

Daniel D. Peck

Member FL & CT Bars

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February 7, 2003

VIA FEDERAL EXPRESS

Florida Department of State

Attn: Susan Payne, Administrator of Amendments

P.O. Box 6327

Tallahassee, Florida 32314

Re: Water One, Inc., a Florida corporation
(to be known as Water One of Southwest Florida, Inc.)

Dear Ms. Payne:

Enclosed please find an Amendment to the Articles of Incorporation of Water One, Inc. changing the name to Water One of Southwest Florida, Inc. so that the corporation may be established. I enclose a copy of a January 22, 2003 letter for your reference. We also enclose a check in the amount of \$52.50 representing the filing fee and fee for a certified copy of the certificate of status. Please send the certified copy of the certificate of status to our office.

Once this Amendment is filed, we have been instructed to request that you contact Ms. Trevor Brumbley, Document Specialist at the Florida Department of State, in order that she may proceed with authorizing Water One, Inc., an Illinois corporation, to transact business in Florida.

Thank you for your assistance in this matter. If you have any questions, please feel free to contact me.

Sincerely,



Christopher H. Burrows

Enc.

AMENDMENT TO ARTICLES OF INCORPORATION
OF
WATER ONE, INC.
(To be known as WATER ONE OF SOUTHWEST FLORIDA, INC.)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I of the Articles of Incorporation of WATER ONE, INC. is amended to
read as follows.

ARTICLE 1
NAME AND ADDRESS

The name of the corporation is WATER ONE OF SOUTHWEST FLORIDA, INC. and
its address is Laredo Avenue, Fort Myers, Lee County, Florida. The mailing address will be c/o
10977 Longshore Way E., Naples, Florida 34119.

This Amendment has been adopted by unanimous approval of the Shareholders and
Board of Directors' Resolution on February 7, 2003 and the Amendment shall be effective on
execution and the name of the corporation shall hereafter be known as WATER ONE OF
SOUTHWEST FLORIDA, INC.


Michael M. Barlow, Chairman & Director

STATE OF FLORIDA
COUNTY OF COLLIER

Sworn to, subscribed and acknowledged before me by Michael M. Barlow, Chairman and
Director, to me personally known, who did take an oath this 7th day of February, 2003.




Notary Public