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BIVISION OF CORPORATIONS

BASIC AMENDMENT

AQUA AMERICA FLORIDA, INC.

Certificate of Status	0
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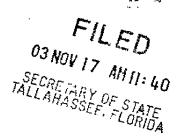
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11/17/03

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



		
AQUA AMERICA FLORIDA, INC.		
(present name)		
P03000073338		
(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 1 NAME is amended to change the registered name of the corporation from Aqua America Piorida, Inc. to Aqua Utilities Florida, Inc.

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:

N/A

THIRD: T	he date of each amendment's adoption: October 29, 2003
FOURTH:	Adoption of Amendment(s) (CNECK 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
	voting group
Ø	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.
	Signed this 29th day of October 2003
	Signature: (By a director, provident or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, president court appointed fiduciary, by that
	fiduciary.)
	Nicholas DeBenedictis
	(Typed or printed manue of person signing)
	Director
	(High of person signing)

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