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BASIC AMENDMENT

AQUA CLEAN WATER SERVICES, INC.

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4/7/2005 10:09 PAGE 001/001

Florida Dept of State



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

April 7, 2005

AQUA CLEAN WATER SERVICES, INC. 1916 N. 56TH AVE. HOLLYWOOD, FL 33021

SUBJECT: AQUA CLEAN WATER SERVICES, INC.

REF: P04000165076

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Anna Chesnut Document Specialist FAX Aud. #: H05000080324 Letter Number: 005A00023736

AQUA CLEAN WATER SERVICES, INC.

1716 SW 11st Street Davie, FL 33312

Att: Renato Silva President



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

AQUA CLEAN WATER SERVICES, 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:

May 11, 2005

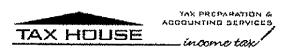
First: Amendment(s) adopted: AMENDED.

ARTICLE V - LOCATION

ARTICLE XVI-INITIAL BOARD OF DIRECTORS OF INCORPORATION

Second: The date of Adoption of the Amendments.

Third: Adoption of Amendments.



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First: Articles Amended

ARTICLE V- LOCATION

The NEW Street, Address, City and State in which the principal office of the corporation is to be located are 1716 SW 11th Street - Davic, FL 33312. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE XVI - NITIAL BOARD OF DIRECTORS OF INCORPORATION

The Secretary, Gizelda R G Rothenberger, is no longer part of the board of directors of this Corporation. This Corporation has NOW one (1) Officer. The name and post office address of the officers, who subject to the provisions of the Corporation and the statutes of the State of Florida, shall hold office for their successors have been elected and qualified, are as follows:

76.7		1 4	17
IN.	А	V	r.

ADDRESS

Renato Silva President 1716 SW 11th Street Davic, FL 33312

Second: The date of adoption of the amendments.

The date of adoption of the amendments was May 11, 2005.

Third: Adoption of Amendment.

The Amendments were adopted by the shareholders.

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IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Amendment of Articles of Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein set forth and hereunto set our hands and seals this May 11, 2005.

Tax House Corporation Breno Gomes, Incorporator