

United Water



P 28252

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Legal Assistant

United Water Services
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August 30, 1999

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

800002980518--3
-09/08/99-01039-010
*****43.75 *****43.75

Re: Name Change Amendment

Dear Sir or Madam:

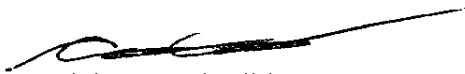
Enclosed for filing is an original and one copy of an Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida.

JMM Operational Services, Inc. changed its name to United Water Services Inc. in August 1997. A certified copy of the name change amendment filed in with the Secretary of State of California is also attached. Also enclosed is a check in the amount of \$43.75 to cover the filing fees.

Please return a copy of the application to my attention or some other appropriate notification that the name of the corporation has been changed in the records of the Secretary of State of Florida.

Feel free to call me if you have any questions.

Sincerely,


Adela B. Wekselblatt
Legal Assistant

NC
9-17-99
PWT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 SEP -8 PM 3:17

FILED

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. JMM Operational Services, Inc.
Name of corporation as it appears on the records of the Department of State.
2. California 3. February 26, 1990
Incorporated under laws of Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? August 27, 1997
5. United Water Services Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
No Change
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
No Change
New Jurisdiction

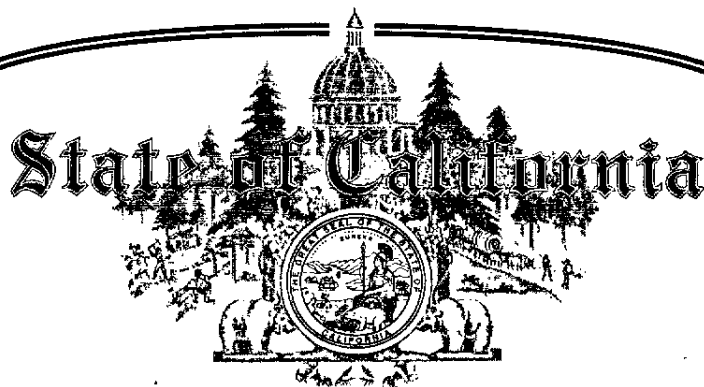
Robert A. Gerber
Signature

August 30, 1999
Date

Robert A. Gerber
Typed or printed name

Secretary
Title

FILED
99 SEP -8 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

AUG 17 1999



Bill Jones

Secretary of State

466816 A496795

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF

JMM OPERATIONAL SERVICES, INC.

FILED *E*
the office of the Secretary of State
of the State of California

AUG 27 1997

Bill Jones
Bill Jones Secretary

We, David Sherman, the President, and Robert Gerber, the Secretary, of JMM Operational Services, Inc., a corporation duly organized and existing under the laws of the State of California, do hereby certify that:

1. They are the President and the Secretary, respectively, of JMM Operational Services, Inc., a California corporation.
2. An amendment to the articles of incorporation of this corporation has been approved by the board of directors.

3. The amendment so approved by the board of directors is as follows:

Article I of the amended and restated articles of incorporation of this corporation is amended to read as follows:

"The name of this corporation is United Water Services Inc."

Article VI of the amended and restated articles of incorporation of this corporation is amended to read as follows:

"The authorized number of directors of this corporation shall be not less than four nor more than seven. The exact number of directors shall be fixed from time to time, within the limits specified in the immediately preceding sentence, by resolution of the Board of Directors. The initial number of directors shall be five solely for the purposes of the initial meeting of the Board of Directors following the filing of this Certificate of Amendment."

4. The said amendment of the amended and restated articles of incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The wording of said amendment as approved by vote of the shareholders is the same as that set forth above.

5. The designation and total number of outstanding shares entitled to vote on said amendment and the minimum percentage vote required of each class or series entitled to vote on said amendment for approval thereof are as follows:

<u>Designation</u>	<u>Number of shares outstanding entitled to vote or give written consent</u>	<u>Minimum percentage vote required to approve</u>
Common Stock (Class A and Class B voting together as a single class)	2,000	67%

6. The number of shares of each class which voted in favor of said amendment equaled or exceeded the minimum percentage vote required.

Each of the undersigned declares under penalty of perjury that the statements contained in the foregoing certificate are true of his own knowledge.

Date: August 22, 1997

David R. Sherman
David Sherman
President

Robert T. Gerber
Robert Gerber
Secretary

