

P93000066425

ARTICLES OF MERGER
Merger Sheet

MERGING:

000003525020--8

H2O UTILITY SERVICES, INC., a Florida corporation, P93000066425

AZURIX GEORGIA, INC., a Delaware corporation not qualified in Florida

UTILITY SYSTEMS INC., a Texas corporation not qualified in Florida

S & W WATER MAINTENANCE INC., a Texas corporation not qualified in
Florida

into

AZURIX NORTH AMERICA OPERATIONS AND MAINTENANCE, INC., a
Texas entity F00000003157

File date: December 28, 2000 , effective December 31, 2000

Corporate Specialist: Doug Spittler