797000\$5,240

Total pages, including cover:_

EcoWater Systems of South Florida, Inc. 2395 Davie Boulevard Fort Lauderdale, FL 33312 954-984-0000 Ph 954-791-4262 Fax

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

November 14, 2000

ECOWATER SYSTEMS OF SOUTH FLORIDA, INC. 2395 DAVIE BLVD. FORT LAUDERDALE, FL 33312

SUBJECT: ECOWATER OF SOUTH FLORIDA, INC.

Ref. Number: P97000085240

We have received your document for ECOWATER OF SOUTH FLORIDA, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

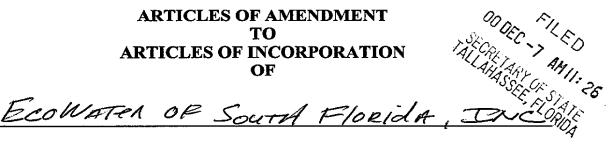
Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6869.

Teresa Brown Corporate Specialist

Letter Number: 500A00058671

ARTICLES OF AMENDMENT TOARTICLES OF INCORPORATION



(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:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

HQUACIEAR TECHNOlogIES INC.

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:

e Table T	he date of each amendment's adoption: 9-30-2000.			
FOURTH:	Adoption of Amendment(s) (CHECK ONE)			
,2	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 byvoting group			
. •	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 day of December, 2000.			
Signature (By the chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)				
OR				
•	(By a director if adopted by the directors)			
	OR			
	(By an incorporator if adopted by the incorporators)			
	August A. FARTRO Typed or printed name			
VICE PRESIDENT				