

P98000070460



**EarthCare**  
Resource Management  
of Florida, Inc.

August 2, 2001

4800 North Federal Highway  
Suite D102  
Boca Raton, FL 33431  
(561)362-6636  
(561)362-8078 Fax

Division of Corporations  
Amendment Section  
PO Box 6327  
Tallahassee, FL 32314

700004519697-2  
-08/06/01--01106--030  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Dear Sirs:

Re: EarthCare Resource Management of South Florida, Inc.  
Document Number P98000070460

Enclosed please find an Amendment of the Articles of Incorporation changing the name of the corporation to **Earth Resource Management of South Florida, Inc.**

A check in the amount of \$43.75 for the filing fee and a certified copy is also included.

Should you have any questions or require further information, please contact me at your convenience at (561) 362-6636.

Thank you.

Best regards,

*James A. Waters*  
James A. Waters, President  
Enclosures

FILED  
01 AUG 23 AM 8:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ac 8/24  
n/c



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 14, 2001

EARTHCARE RESOURCE MANAGEMENT OF FLORIDA INC.  
% JAMES A. WATERS  
4800 NORTH FEDERAL HWY., STE D102  
BOCA RATON, FL 33431

SUBJECT: EARTHCARE RESOURCE MANAGEMENT OF SOUTH FLORIDA,  
INC.  
Ref. Number: P98000070460

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

If an amendment was adopted by the incorporators or board of directors without  
shareholder action, a statement to that effect and that shareholder action was not  
required must be contained in the document.

☒ Please return your document, along with a copy of this letter, within 60 days or  
your filing will be considered abandoned. *Corrected*

If you have any questions concerning the filing of your document, please call  
(850) 245-6908.

Anna Chesnut  
Corporate Specialist

Letter Number: 101A00046561

**AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
OF  
EARTHCARE RESOURCE MANAGEMENT OF SOUTH FLORIDA, INC.**

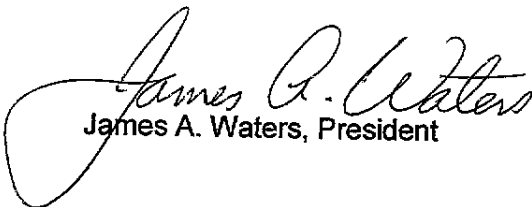
The Articles of Incorporation of **EARTHCARE RESOURCE MANAGEMENT OF SOUTH FLORIDA, INC.**, a Florida corporation ("Corporation") are amended to read as follows:

**ARTICLE ONE**

The name of this Corporation shall be: **Earth Resource Management of South Florida, Inc.**

This Amendment was adopted as of the 1 day of August, 2001, to be effective as of the 1st day of August, 2001 by an Action by Written Consent of the Board of Directors of EarthCare Resource Management of South Florida, Inc. without a meeting in accordance with the Corporation's Articles of Incorporation and Sections 607.0821 Florida Statutes. No shareholder approval was required.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation as of this 1<sup>st</sup> day of August, 2001.

  
James A. Waters, President

STATE OF FLORIDA

) SS: COUNTY OF PALM BEACH )

The foregoing instrument was acknowledged before me on this 1<sup>st</sup> day of August 2001, by James A. Waters, as President of EarthCare Resource Management of South Florida, Inc., a Florida corporation, on behalf of the corporation. He is (personally known to me) (or has produced his drivers license) as identification.



Kim M. Anderson  
Commission # CC 776289  
Expires SEP. 17, 2002  
BONDED THRU  
ATLANTIC BONDING CO., INC.



**FILED**  
01 AUG 23 AM 8:57  
TALLAHASSEE FLORIDA

**EARTHCARE RESOURCE MANAGEMENT OF SOUTH FLORIDA, INC.**

**ACTION BY WRITTEN CONSENT  
BY BOARD OF DIRECTORS  
IN LIEU OF MEETING**

The undersigned, being a quorum of the directors of EarthCare Resource Management of South Florida, Inc., a Florida corporation ("Corporation"), hereby consent to, adopt and approve the following resolutions, effective as of the 1st day of August, 2001.

**RESOLVED**, that the name of the Corporation is changed from **Earthcare Resource Management of South Florida, Inc.** to **Earth Resource Management of South Florida, Inc.**;

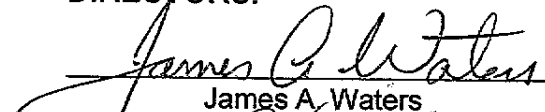
**RESOLVED FURTHER**, as no shareholder action is required, that the officers of the Corporation are, and each of them is, hereby authorized and directed to execute, deliver and file such instruments, agreements, applications or other documents or amendments to any thereof, that may be required, necessary or desirable to carry fully into effect the foregoing Resolution, including, without limitation, the Amendment to Articles of Incorporation, and that the execution, filing and delivery of all such documents shall be deemed conclusive evidence of the approval and authorization by the Corporation of such acts.

**RESOLVED FURTHER**, that the officers of the Corporation are, and each of them is, hereby authorized and directed to take such further action as he or they may deem necessary or appropriate to carry out the intent and purpose of the foregoing Resolutions and all actions heretofore taken by the officers and agents of the Corporation in connection with the subject of the foregoing resolutions be, and such actions are hereby approved, ratified and confirmed in all respects as the act and deed of the Corporation.

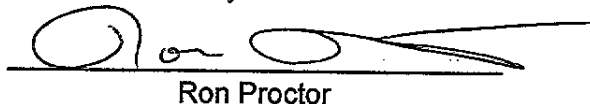
**THE FOREGOING RESOLUTIONS** were made, authorized and approved as of the 1<sup>st</sup> day of August, 2001 by all of the directors of the Corporation.

**IN WITNESS WHEREOF**, the undersigned have executed this Action By Written Consent of the Directors of the Corporation as of the 1st day of August, 2001.

**DIRECTORS:**

  
James A. Waters

  
Harry Habets

  
Ron Proctor