

V55167

(2)

INTERNATIONAL ADMINISTRATIVE SERVICES, INC.

450 Crown Oak Drive  
Longwood, Florida 32750

ANDREW V. SHOWEN  
General Counsel

Telephone: 407-332-7453  
Facsimile: 407-332-9329

February 21, 1997

100002113971--1  
-03/14/97--01076--009  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Environmental Management & Resources Inc.

Dear Sir or Madam:

Enclosed please find the above referenced company's "Articles of Amendment to Articles of Incorporation", changing the corporation name to "Environmental Management & Lighting Resources, Inc."

We have enclosed a check in the amount of \$35.00 to serve as the filing fee for the amendment.

In addition, we have enclosed the "Application for Reinstatement" for the corporation under its new name, together with a check in the amount of \$783.75 to cover the filing fee and Certificate of Status.

Please mail the Certificate of Status to the attention of the undersigned at the following address:

International Administrative Services, Inc.  
450 Crown Oaks Centre Drive  
Longwood FL 32750

FILED  
97FEB 26 PM 12:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED

97FEB 26 AM 8:44

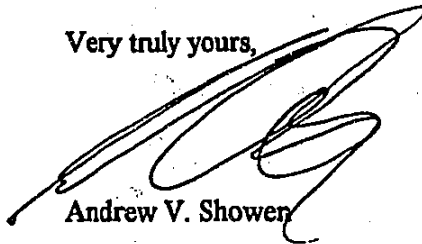
DIVISION OF CORPORATIONS

3/12

John  
Name  
Change  
C.U.S.  
w/ new name

Please contact me at (407) 332-7453 if you have any questions with respect to these documents.

Very truly yours,

A handwritten signature in black ink, appearing to be 'Andrew V. Shower', written over the typed name.

Andrew V. Shower

AVS/seh

enclosures

cc: Gavin M. Ganzkow  
Anthony Giuliani

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

Environmental Management & Resources Inc.

(present name)

**FILED**  
97 FEB 26 PM 12:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*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)*

Resolved, that Article I of the Articles of Incorporation are hereby amended to provide that the name of the corporation is hereby changed to "Environmental Management & Lighting Resources, Inc."

**SECOND:** 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:

**THIRD:** The date of each amendment's adoption: 2/19/97

**FOURTH: Adoption of Amendment(s) (CHECK ONE)**

- ☒ 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 by \_\_\_\_\_"  
voting 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 21st of February, 19 97

Signature

Louis A. Giuliani  
(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)

Louis A. Giuliani

Typed or printed name

President

Title