

F95000002692

Requester's Name \_\_\_\_\_

Address \_\_\_\_\_

City/State/Zip \_\_\_\_\_ Phone # \_\_\_\_\_

000003790170--9  
 -02/28/01--01101--004  
 \*\*\*1015.00 \*\*\*\*\*35.00

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

01 FEB 28 AM 9:45  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA  
**FILED**

- Walk in       Pick up time \_\_\_\_\_       Certified Copy  
 Mail out       Will wait       Photocopy       Certificate of Status

**NEW FILINGS**

- Profit  
 Not for Profit  
 Limited Liability  
 Domestication  
 Other

*ROA Change  
 3-2-01  
 PK5*

**AMENDMENTS**

- Amendment  
 Resignation of R.A., Officer/Director  
 Change of Registered Agent  
 Dissolution/Withdrawal  
 Merger

**OTHER FILINGS**

- Annual Report  
 Fictitious Name

**REGISTRATION/QUALIFICATION**

- Foreign  
 Limited Partnership  
 Reinstatement  
 Trademark  
 Other

Examiner's Initials

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Delaware submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: Azurix North America Underground Infrastructure, Inc.

2. The mailing address of the corporation is: 1400 Smith Street, Houston, TX 77002-7361

3. Date of incorporation/qualification: 06/02/95 Document number: F95000002692

4. The name and address of the current registered agent and office:

C T Corporation System  
1200 South Pine Island Road  
Plantation, FL 33324

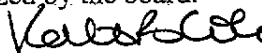
5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

NRAI Services, Inc.  
526 East Park Avenue  
Tallahassee, FL 32301

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The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

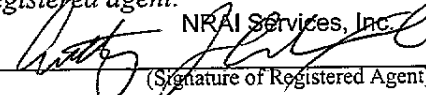
Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

  
 (Signature of an officer, chairman or vice chairman of the board)

February 16, 2001  
 (Date)

Kate B. Cole, Assistant Secretary  
 (Printed or typed name and title)

*Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.*

  
 (Signature of Registered Agent)

February 16, 2001  
 (Date)

If signing on behalf of an entity:

Anthony J. Alexander Assistant Secretary  
 (Typed or Printed Name) (Capacity)

\* \* \* FILING FEE: \$35.00 \* \* \*