

**CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF AMENDMENT AND RESTATEMENT OF CERTIFICATE OF  
INCORPORATION OF  
THE WATER WORKS AND SEWER  
BOARD OF THE CITY OF BIRMINGHAM**

The undersigned Chairman of the Board of Directors and the undersigned Secretary of The Water Works and Sewer Board of the City of Birmingham, a public corporation (hereinafter called the "Board") organized under the provisions of Alabama Code § 11-50-230, et. seq. (1975), hereby certify as follows:

(1) On June 16, 1999, the Board's Certificate of Amendment and Restatement of Certificate of Incorporation of The Water Works and Sewer Board of the City of Birmingham was filed for record with the Judge of Probate for Jefferson County, Alabama at Book 9908, Page 6040. On July 12, 1999, the Board's Certificate of Amendment and Restatement of Certificate of Incorporation of The Water Works and Sewer Board of the City of Birmingham was filed for record with the Judge of Probate for St. Clair County, Alabama at Instrument no. S9905413. On August 2, 1999, the Board's Certificate of Amendment and Restatement of Certificate of Incorporation of The Water Works and Sewer Board of the City of Birmingham was filed for record with the Judge of Probate for Blount County, Alabama at Corp Record Volume 25, Page 207. On July 12, 1999, the Board's Certificate of Amendment and Restatement of Certificate of Incorporation of The Water Works and Sewer Board of the City of Birmingham was filed for record with the Judge of Probate for Cullman County, Alabama at Book 30, Page 59. On July 8, 1999, the Board's Certificate of Amendment and Restatement of Certificate of Incorporation of The Water Works and Sewer Board of the City of Birmingham was filed for record with the Judge of Probate for Shelby County, Alabama at Instrument no. 1999-28577. On August 11, 1999, the Board's Certificate of Amendment and Restatement of Certificate of Incorporation of The Water Works and Sewer Board of the City of Birmingham was filed for record with the Judge of Probate for Jefferson County, Bessemer, Alabama at Map Book 9962, Page 3742. On July 13, 1999, the Board's Certificate of Amendment and Restatement of Certificate of Incorporation of The Water Works and Sewer Board of the City of Birmingham was filed for record with the Judge of Probate for Tuscaloosa County, Alabama at Incorporation Book 1999, Page 2136. On June 16, 1999, the Board's Certificate of Amendment and Restatement of Certificate of Incorporation of The Water Works and Sewer Board of the City of Birmingham was filed for record with the Judge of Probate for Talladega County, Alabama at Corp Book 35, Page 620.

(2) On November 14, 2008, the Board of Directors of the Board did adopt the following Resolution No. 111-09.

**NOW, THEREFORE, BE IT RESOLVED** by The Water Waters and Sewer Board of the City of Birmingham at a meeting duly called upon motion made and seconded as follows:

1. That the amended and restated Certificate of Incorporation of the Board be amended as follows:

20090305000274020 1/3  
Bk: LR200903 Pg:2451  
Jefferson County, Alabama  
I certify this instrument filed on  
03/05/2009 11:47:00 AM NPAMEND  
Judge of Probate- Alan L. King

- a. By striking Article I of the amended and restated Certificate of Incorporation and substituting the following in lieu thereof:

#### ARTICLE I

1.01 The name of the corporation shall be The Water Works Board of the City of Birmingham.

**RESOLVED, FURTHER, THAT** this proposed amendment of the amended and restated Certificate of Incorporation be submitted to the City Council of the City of Birmingham and that said Council be and it hereby is requested to consent to this proposed amendment by resolution adopted by said Council.

(3) On January 27, 2009, the City Council of the City of Birmingham, the governing body of the municipality which authorized the incorporation of the Board, adopted Resolution Number 111-09 at a regular meeting thereof, and in said resolution consented to the amendment proposed by the aforesaid resolution of the Board.

(4) Accordingly, the Certificate of Amendment and Restatement of Certificate of Incorporation shall be and hereby is further amended as follows:

- A. By striking Article I of the amended and restated Certificate of Incorporation and substituting the following in lieu thereof:

#### ARTICLE I

1.01 The name of the corporation shall be The Water Works Board of the City of Birmingham.

IN WITNESS WHEREOF, the undersigned Chairman of the Board of Directors and the undersigned Secretary have caused this Certificate of Amendment to be executed in the name of, and on behalf of the Board under its corporate seal on this the 12<sup>th</sup> day of February, 2009.

The Water Works and Sewer Board of the  
City of Birmingham

By: Anthony J. Bowers  
Its Chairman

By: Daniel S. Herring  
Its Secretary

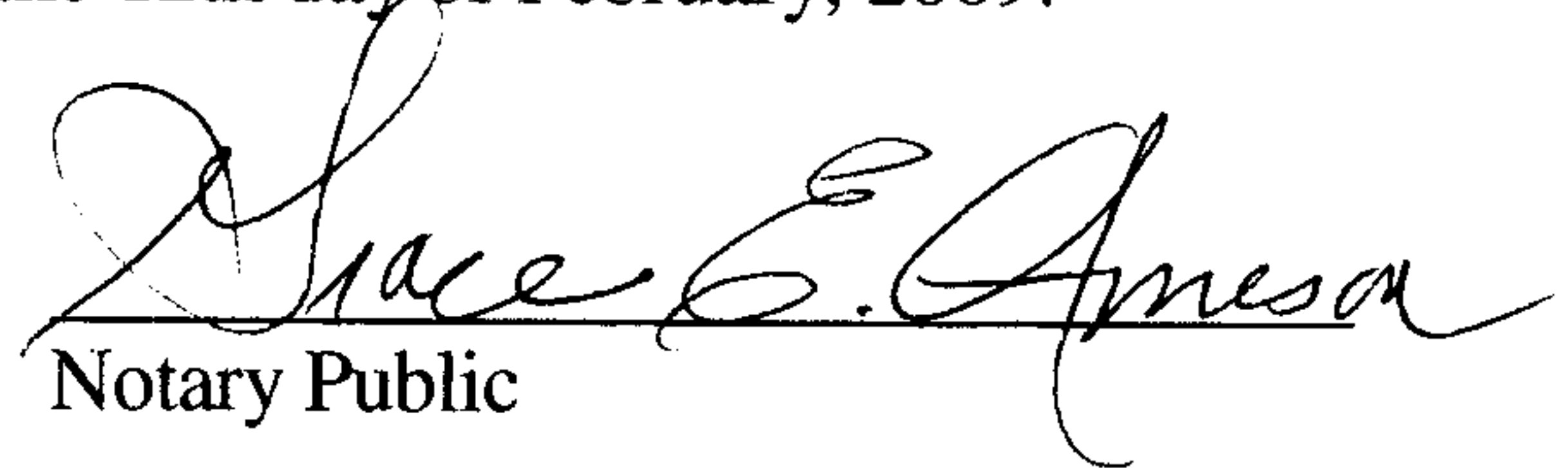


State of Alabama )

County of Jefferson )

I, the undersigned Notary Public in and for said County in said State, hereby certify that Anthony L. Barnes, whose name as Chairman of the Board of Directors of The Water Works and Sewer Board of the City of Birmingham, a public corporation under the laws of the State of Alabama, is signed to the foregoing Certificate of Amendment and who is known to me, acknowledged before me on this day that, being informed of the contents of said Certificate of Amendment, he, as such officer and with full authority, executed the same voluntarily for and as the act of said public corporation.

Given under my hand and official seal of office this the 12th day of February, 2009.

  
Notary Public

My Commission Expires: 5-31-10

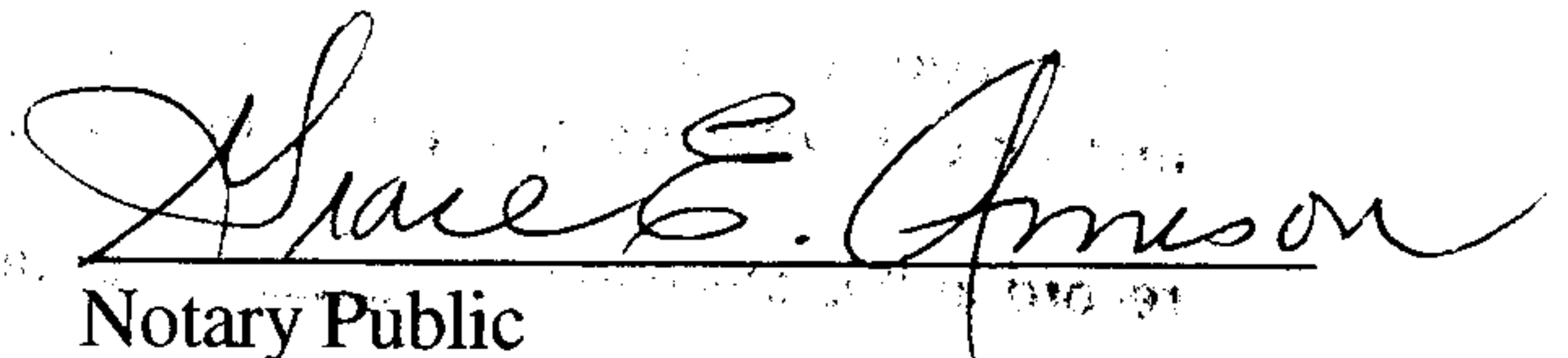
NOTARY PUBLIC STATE OF ALABAMA AT LARGE  
MY COMMISSION EXPIRES: May 31, 2010  
BONDED THRU NOTARY PUBLIC UNDERWRITERS

State of Alabama )

County of Jefferson )

I, the undersigned Notary Public in and for said County in said State, hereby certify that David Herring, whose name as Secretary of the Board of Directors of The Water Works and Sewer Board of the City of Birmingham, a public corporation under the laws of the State of Alabama, is signed to the foregoing Certificate of Amendment and who is known to me, acknowledged before me on this day that, being informed of the contents of said Certificate of Amendment, he, as such officer and with full authority, executed the same voluntarily for and as the act of said public corporation.

Given under my hand and official seal of office this the 12<sup>th</sup> day of February, 2009.


  
Notary Public


My Commission Expires: 5-31-10

20090305000274020 3/3  
Bk: LR200903 Pg:2451  
Jefferson County, Alabama  
03/05/2009 11:47:00 AM NPAMEND  
Fee - \$11.00

Total of Fees and Taxes-\$11.00  
LINDA

NOTARY PUBLIC STATE OF ALABAMA AT LARGE  
MY COMMISSION EXPIRES: May 31, 2010  
BONDED THRU NOTARY PUBLIC UNDERWRITERS

  
20090312000091210 3/4 \$20.00  
Shelby Cnty Judge of Probate, AL  
03/12/2009 02:14:24PM FILED/CERT

  
20090312000091210 4/4 \$20.00  
Shelby Cnty Judge of Probate, AL  
03/12/2009 02:14:24PM FILED/CERT

Jefferson County

I, the Undersigned, as Judge of Probate in and for said County, in said State, hereby certify that the foregoing is a full, true and correct copy of the instrument with the filing of same as appears of

record in this office in vol. 200903 page 2451

Given under my hand and official seal, this the 5<sup>th</sup>  
day of March, 2009.

Alan L. King

Judge of Probate