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TRANSMITTAL LETTER

FILED

00 JUN -6 AM 9:36

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

SUBJECT: Water For The Nations Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

700003277967--3  
-06/06/00--01051--002  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Jack Randy Hinesley  
Name (Printed or typed)

230 Wynn Haven Beach Road  
Address

Mary Esther FL 32569  
City, State & Zip

850-315-1334  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN JUN 14 2000

**ARTICLES OF INCORPORATION  
OF  
WATER FOR THE NATIONS, INC.**

In Compliance with Chapter 617, F.S., (Not for Profit)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME**

The name of the corporation shall be Water for the Nations, Inc.

**ARTICLE II  
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 712 Doyce Drive, Fort Walton Beach, Okaloosa County, Florida, 32547.

**ARTICLE III  
PURPOSES**

The purposes for which the corporation is organized are exclusively charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

Water for the Nations, Inc. will provide, on a not for profit basis, water and water-related resource management information, design, technology, and equipment to benefit the people of developing nations. Water for the Nations, Inc. is a not for profit, charitable and educational organization of water resource management specialists who will carry out this objective as a technical resource group.

Water for the Nations, Inc. will train and equip nationals in developing nations to drill water wells, build water pumps, develop rainfall catchments, cap springs and pipe water, improve existing local water systems, and implement water conservation measures. Water for the Nations, Inc. will assist in obtaining safe drinking water by providing people with the training, equipment and technical support they need to effectively meet their water needs. Water for the Nations, Inc. will leave well-drilling equipment with a trained national crew and continue to provide technical support.

This corporation is not formed for pecuniary or financial gain, and no part of the assets, income, or profit of this corporation is distributable to or inures to the benefit of its directors or officers except to the extent permitted by Chapter 617 of Florida Statutes.

Notwithstanding any other provision of these articles, the corporation shall not carry on any activities not permitted to be carried on by any organization exempt from federal income tax under Section 501(c)(3) Federal Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

**ARTICLE IV**  
**MANNER OF ELECTION**

The manner in which the directors are elected or appointed shall be specifically addressed in the Bylaws of this corporation.

**ARTICLE V**  
**INITIAL BOARD OF DIRECTORS**

The names and addresses of the initial directors of this corporation are:

Mr. Jay H. Brandes  
661 Fairway Avenue  
Fort Walton Beach, FL 32547

Mr. Maurice E. Evans  
347 Canterbury Circle  
Fort Walton Beach, FL 32548

Mr. Jeff Ghiotto  
17602 Whistling Lane  
Lutz, FL 33549

Mr. Jack Randy Hinesley  
230 Wynn Haven Beach Road  
Mary Esther, FL 32569

Mrs. Vicki Hinesley  
230 Wynn Haven Beach Road  
Mary Esther, FL 32569

Mr. Thomas Gary Johnson  
10 NW Memorial Parkway  
Fort Walton Beach, FL 32548

Mr. William Varnado  
11 Hampton Court  
Mary Esther, FL 32569

**ARTICLE VI**

**INITIAL OFFICERS OF THE CORPORATION**

PRESIDENT            *B*     Jack Randy Hinesley  
                                  230 Wynn Haven Beach Road  
                                  Mary Esther, FL 32569

VICE-PRESIDENT     *B*     Vicki Hinesley  
                                  230 Wynn Haven Beach Road  
                                  Mary Esther, FL 32569

SECRETARY           *B*     Thomas Gary Johnson  
                                  10 NW Memorial Pkwy.  
                                  Fort Walton Beach, FL 32548

TREASURER           *B*     Jay H. Brandes  
                                  661 Fairway Ave.  
                                  Fort Walton Beach, FL 32547

**ARTICLE VII**

**INCORPORATOR**

The name and address of the incorporator of this corporation is:

Jack Randy Hinesley  
230 Wynn Haven Beach Road  
Mary Esther, FL 32569

**ARTICLE VIII**

**INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the registered agent of this corporation is:

Jack Randy Hinesley  
230 Wynn Haven Beach Road  
Mary Esther, FL 32569

## **ARTICLE IX**

### **BYLAWS**

The Board of Directors shall adopt such bylaws and amendments thereof as shall from time to time be required, provided said bylaws are not inconsistent with these Articles of Incorporation or with the laws of the State of Florida. Said bylaws may be adopted, amended, altered, or repealed by a two-thirds (2/3) majority vote of all directors at any regular or special meeting of the Board of Directors. Written advance notice of the proposed new by-law or amendment shall be given to each director at least twenty one (21) days prior to said meeting.

## **ARTICLE X**

### **AMENDMENTS**

These Articles of Incorporation may be amended by a two-thirds (2/3) majority vote of all active directors at any regular or special meeting of the Board of Directors. Written advance notice of the proposed amendment shall be given to each director at least twenty one (21) days prior to said meeting.

## **ARTICLE XI**

### **INDEMNIFICATION**

This corporation shall indemnify every officer and director of the corporation against any and all expenses, including counsel fees, reasonably incurred by or imposed upon any officer or director in connection with any action, suit, or other proceeding to which he may be made a party by reason of being or having been an officer or director of the corporation whether or not such person is an officer at the time such expenses are incurred. The officers and directors of the corporation shall not be liable to the members of the corporation for any mistake of judgment, negligence, or otherwise, except for their own individual willful misconduct or bad faith. The officers and directors of the corporation shall have no personal liability with respect to any contract or other commitment made by them in good faith on behalf of the corporation and the corporation shall indemnify and hold each such officer and director free and harmless against any and all liability to others on account of any such contract or commitment. Any right of indemnification provided for herein shall not be exclusive of any other rights to which any officer or director of the corporation may be entitled.

**ARTICLE XII**

**CORPORATE POWERS**

The corporation shall have all powers necessary to conduct its affairs and to carry out the purposes for which it is organized, together with all powers conferred upon such corporation by the laws of the State of Florida provided that only such purposes and powers shall be exercised as are in the furtherance of the purposes and objectives for which the corporation is formed. In the event of dissolution, the residual assets of the corporation shall be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future Internal Revenue Code, or to Federal, State, or local government for exclusive public purposes.

The undersigned incorporator has executed these Articles of Incorporation this 1<sup>st</sup> day of

June, 2000.

Jack Randy Hinesley  
Jack Randy Hinesley

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT / REGISTERED OFFICE**

**FILED**  
00 JUN -6 AM 9:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

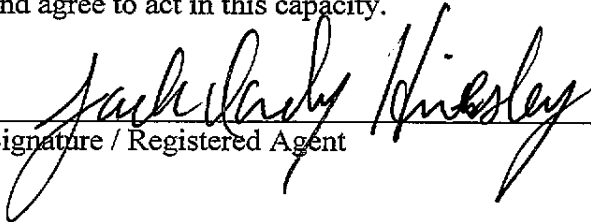
PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE CORPORATION DESIGNATED BELOW, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT AND REGISTERED OFFICE IN THE STATE OF FLORIDA.

1. The name of the corporation is Water for the Nations, Inc.
2. The name and address of the registered agent and office is:

Jack Randy Hinesley  
230 Wynn Haven Beach Road  
Mary Esther, FL 32569

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature / Registered Agent



Date

1-6-00