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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB



8730 Wilshire Blvd, Suite 416, Beverly Hills, California 90211 Toll Free: 1-877-553-1923
Direct Dial: 310-557-0804 Facsimile: 310-557-9772 Email: info@npcreation.com www.npcreation.com

VIA OVERNIGHT DELIVERY

July 22, 2005

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Let's Build Wells

To Whom It May Concern:

Enclosed herewith please find an original copy and duplicate copy of the Articles of Incorporation for the above-referenced corporation and check for \$78.75.

Upon receipt, please file these Articles and return the duplicate filed copy in the self-addressed envelope to our offices. Please also fax back to our attention, if possible.

Thank you in advance for your attention to this matter. If you have any questions, please feel free to call us **prior to any rejection.**

Yours very truly,

Kent E. Seton

TRANSMITTAL LETTER

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

SUBJECT: Let's Build Wells, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

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: Kent E. Seton
Name (Printed or typed)

8730 Wilshire Blvd, Suite 416
Address

Beverly Hills, CA 90211
City, State & Zip

310-557-0804
Daytime Telephone number

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

ARTICLES OF INCORPORATION
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:

Let's Build Wells, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

P.O. Box 160545, Altamonte Springs, FL 32716

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Please See Attachment.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

As stated in the Bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Delzuita de Almeida, 149 Alder Ave., Altamonte Springs, FL 32714, USA (Director/President)
Ruth Freitas de Oliveira, Rua Alberone Lemos 486, Teresina, Piaui 64003, BRAZIL (Director/Vice-President)
Adam Cabral de Lima, Ave. Esperantina # 470, Sao Paulo, SP 03692, BRAZIL (Director/Treasurer)

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Delzuita de Almeida
149 Alder Ave.
Altamonte Springs, FL 32714

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Kent E. Seton
8730 Wilshire Blvd, Suite 416
Beverly Hills, CA 90211

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.

Delzuita de Almeida

7-22-05

Signature/Registered Agent

Date

Kent E. Seton

7-22-05

Signature/Incorporator

Date

**Additional Provisions of Articles of Incorporation
Of
Let's Build Wells, Inc.**

ARTICLE III

This Corporation shall be a non-profit corporation. The purposes for which Let's Build Wells, Inc. are organized are exclusively charitable and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law. Specifically, this corporation is formed for the primary purposes of: a) relieving poor, distressed, and/or underprivileged persons through providing means to have clean water, and b) educating and training individuals for the purpose of improving and/or further developing their capabilities in the use of clean water systems for drinking, irrigation, and household use.


OTHER MATTERS

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes. The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income of assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person.

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

I, **The Undersigned**, for the purpose of forming a corporation under the laws of the State of Florida, do make, file and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 22nd day of July, 2005.

By: 

Kent E. Seton, Incorporator