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## TRANSMITTAL LETTER

January 23, 2004

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

## SUBJECT:

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for: Internal Hydro International, Inc.

FROM:

Mark E. Pena Member of the Board 334 S. Hyde Park Avenue, Second Floor Tampa, FL 33606 (813) 251-1289



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## CERTIFICATE OF DOMESTICATION

The undersigned, Mark E. Pena, Member of the Board of Tel Voice Communications, Inc., a foreign Corporation, in accordance with s. 607.1801, Florida Statutes, does hereby certify:

- 1. The date on which corporation was first formed was December 31, 1996.
- 2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was Nevada.
- 3. The name of the corporation was changed immediately prior to the filing of this Certificate of Domestication to Internal Hydro International, Inc.
- 4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Internal Hydro International, Inc.
- 5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Nevada.
- 6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 617.1803.

I am Mark E. Pena, Member of the Board of Internal Hydro International, Inc. and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 4th day of February, 2004.

(Authorized Signature)



## ARTICLES OF INCORPORATION

OF

04 FEB -4 PM 3: 36

## INTERNAL HYDRO INTERNATIONAL, Inc.

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a corporation under the applicable laws of the State of Florida.

#### ARTICLE I - NAME

The name of this corporation shall be Internal Hydro International, Inc.

## ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States of America and the State of Florida.

#### ARTICLE III - CAPITAL STOCKS

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 70,000,000 shares, with no par value.

To the extent permitted by law, said stock shall be issued pursuant to a plan under Section 144 of the Internal Revenue Code of 1954, as amended.

All of the said stock shall be payable in cash, or in services or property other than stock or securities, in lieu of cash, at a just valuation to be determined by the stockholders of this corporation at a regular or special meeting.

### ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

## ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principle office of this corporation is:

4244 W. Manhattan Ave.

Tampa, Florida 33613

The name of the registered agent of this corporation is Mark E. Pena whose mailing address is 334 South Hyde Park Avenue, Suite 150, Tampa, Florida 33606.

### ARTICLE VI - DIRECTORS

This corporation shall have five (5) directors. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one (1).

The name and address of the current directors of this corporation is as follows:

Mark E. Pena 334 So. Hyde Park Ave. Tampa, Florida 33606

Wade Kenyon 4244 W. Manhattan Ave. Tampa, FL 33613

Jay Budd 7373 E. Doubletree Branch Rd. 200 Scottsdale AZ 85258

## ARTICLE VII - INCORPORATORS

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

Mark E. Pena 334 So. Hyde Park Ave. Tampa, Florida 33606

## ARTICLE VIII - INFORMAL SHAREHOLDER ACTION

Any action of the shareholders may be taken without a meeting if consent in writing, setting forth the action so taken, shall be signed by a majority of shares which would be required to approve such action at a regular meeting, and is filed with the secretary of the corporation as part of the corporate records.

## ARTICLE IX - STOCK TRANSFER RESTRICTIONS

If all, or any of the shareholders or subscribers to stock of the corporation shall enter into any agreement among themselves or with the corporation or third persons, abridging, limiting, restricting, or changing the rights or interest of any one or more of the shareholders or subscribers to sell, assign, transfer, mortgage, pledge, hypothecate or transfer on the books of the corporation, any and all of the stocks of the corporation held by them, and if a copy of the agreement is filed with the corporation, all certificates of shares subject to such agreement or restriction shall have a reference thereto endorsed thereon by an officer of the corporation and such stock shall not thereafter be transferred on the books of the corporation except in accordance with the terms and provisions of the agreement. If the agreement so provides, the certificates of stock shall be registered so that the shares standing in the name of any person as pledge, trustee or other fiduciary may be voted, in person or by proxy, and without proof of authority. The transfer of the public stocks of the corporation shall be governed by Securities and Exchange Commission regulations.

#### ARTICLE X - INSPECTION OF BOOKS

Each stockholder shall have the unqualified right and privilege to examine all corporate books, records and correspondence. This privilege of examination is conditioned by the provision that the shareholder agrees to indemnify the corporation for losses suffered by improper disclosure of information obtained in the course of such inspection. The shareholder may not delegate the right of inspection.

## ARTICLE XI - TELEPHONE MEETINGS

Members of the Board of Directors or an Executive Committee shall be deemed present at a meeting if a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other is used.

#### ARTICLE XII - PARTLY PAID SHARES

The Board of Directors may by resolution authorize the issue of the whole or any part of the shares of stock of the corporation as partly paid, subject to the provisions of Florida Statutes.

#### ARTICLE XIII - INTERESTED DIRECTORS OR OFFICERS

No contract, act or transaction of the corporation with any person or persons, firm or corporation, in the absence of fraud, shall be affected or invalidated by the fact that any officer or officers, director or directors of the corporation is a party to or are the parties to or interested in such contract, act or transaction, or in any way connected with such person or persons, firm or corporation and each and every person who may become a director or an officer of the corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in anywise interested.

#### ARTICLE XIV - BY-LAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

## ARTICLE XV - LONG -TERM EMPLOYMENT CONTRACT

The Board of Directors may authorize the corporation to enter into employment contracts with any executive officer for period longer that one year, and any charter or bylaw provision for annual election shall be without prejudice to the contract rights, if any, of the executive officer under such contracts.

#### ARTICLE XVI

## DIRECTORS RELIANCE ON CORPORATE RECORDS

A director shall not be liable for dividends illegally declared, distributions illegally made to shareholders, or any other action taken in reliance in good faith upon financial statements of the corporation represented to him to be correct by the President of the corporation or the officer having charge of the books of account, or certified by an independent or certified accountant to clearly reflect the financial condition of the corporation; nor shall he be liable if in good faith determining the amount available for dividends or distribution he considers the assets to be of ample value.

IN WITNESS WHEREOF the undersigned being the incorporator of this corporation, execute these Article of Incorporation and certify to the truth of the facts stated herein, this **Z31** day of January, 2004.

Mark E. Pena

# FOR THE SERVICE OF PROCESS WITHIN THIS STATE, FINANCE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED 19 19 3: 36

In pursuance of Chapter 607.0501, Florida Statutes, the following is submitted in compliance with said act:

Internal Hydro International, Inc., desiring to organize under the laws of the State of Florida as a corporation with its principle office, as indicated in theses Article of Incorporation, has named Mark E. Pena, as agent to accept service of process within this state.

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity and to comply with the provisions of said act relative to keeping open said office.

Mark E. Pena

Registered Agent