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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ADVANCED MEMBRANE SYSTEMS, INC.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation
to transact business in Florida.

Please return all correspondence concerning this matter to the following:

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-10/18/01--01017--013
*****70.00 *****70.00

Richard K. Barra
(Name of Person)
Scott, Harris, Bryan, Barra & Jorgensen, P.A.
(Firm/Company)
4400 PGA Blvd., Suite 800
(Address)
Palm Beach Gardens, Florida 33410
(City/State and Zip code)

For further information concerning this matter, please call:

Richard K. Barra at (561) 624-3900
(Name of Person) (Area Code & Daytime Telephone Number)

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DIVISION OF CORPORATIONS
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STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☒ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

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October 8, 2001

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

RE: Advanced Membrane Systems, Inc./P01000093446

Dear Ladies and Gentlemen:

I am the incorporator of the above-referenced Florida corporation, whose articles of incorporation were filed on September 25, 2001.

This corporation was formed in error. We intended to register our Virginia corporation of the same name to do business in Florida and not to form a new corporation. To correct this error, we are filing articles of dissolution of the Florida corporation and will immediately thereafter file an application for registration of the Virginia corporation.

Please accept this letter as our formal acknowledgment that we do not intend to revoke the dissolution of the Florida corporation and that we release the name of the corporation (so that the Virginia corporation of that name can be registered with the Department of State of Florida).

Please let me know if you require any further information.

Sincerely,



Richard S. Gordon

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. ADVANCED MEMBRANE SYSTEMS, INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Virginia

(State or country under the law of which it is incorporated)

3. 54-1837353

(FEI number, if applicable)

4. February 6, 1997

(Date of incorporation)

5. perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 126 Production Drive, Yorktown, VA 23693

(Principal office address)

126 Production Drive, Yorktown VA 23693

(Current mailing address)

8. consulting and water treatment systems fabrication

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: John L. Bryan, Jr.

Office Address: 4400 PGA Blvd., Suite 800

Palm Beach Gardens

(City)

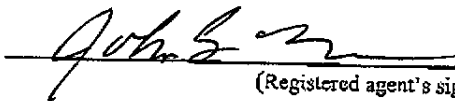
Florida

33410

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 obligations of my position as registered agent.



(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Mark A. ThompsonAddress: 406 Bridge Wood DriveYorktown, VA 23693Vice Chairman: Cindy J. ThompsonAddress: 406 Bridge Wood DriveYorktown, VA 23693

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Mark A. ThompsonAddress: 406 Bridge Wood DriveYorktown, VA 23693Vice President: NONE

Address: _____

Secretary: Cindy J. ThompsonAddress: 406 Bridge Wood Drive, Yorktown, VA 23693Treasurer: Cindy J. ThompsonAddress: 406 Bridge Wood Drive, Yorktown, VA 23693

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. _____

Mark A. Thompson

(Typed or printed name and capacity of person signing application)

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Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

ADVANCED MEMBRANE SYSTEMS, INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is February 06, 1997.

Nothing more is hereby certified.

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*Signed and Sealed at Richmond on this Date:
October 9, 2001*

Joel H. Peck

Joel H. Peck, Clerk of the Commission