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EXAMINER



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DIVISION OF CORPORATION
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**JON AGEE
ATTORNEY AT LAW
GALLERIA PROFESSIONAL BUILDING
915 MIDDLE RIVER DRIVE, SUITE 512
FORT LAUDERDALE, FLORIDA 33304-3582**

FORT LAUDERDALE: 954.566.2433

FACSIMILE: 954.566.3255

U.S. & CANADA TOLL-FREE: 800.243.8529

October 1, 2009

Secretary of State
Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Gentlemen:

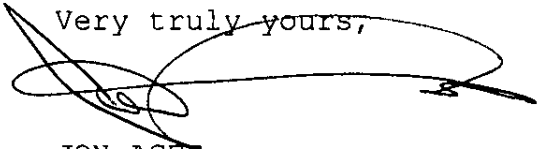
Enclosed please find the Articles of Organization for **WATER & SANITATION SYSTEMS, LLC**. * The acceptance of designation by the Registered Agent for service of process is attached.

Also enclosed is my office check in the amount of \$155.00 in payment of the following fees:

Filing Articles <i>Florida Statutes</i> §608.452(2)	\$100.00
Registered Agent <i>Florida Statutes</i> §608.452(6)	\$25.00
Certified Copy of Articles <i>Florida Statutes</i> §608.452(1)	\$30.00

If there is any problem with these documents as submitted, please call **toll-free** to **800.243.8529** and speak with me or Susan.

Very truly yours,



JON AGEE

JA/bj
Enclosures

WATER&S.ART

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**ARTICLES OF ORGANIZATION
OF
WATER & SANITATION SYSTEMS, LLC**

These Articles of Organization are made and acknowledged by the undersigned Members for the purpose of creating a domestic limited liability company in accordance with §608.407 *Florida Statutes*.

ARTICLE I

The corporate name of the limited liability company shall be **WATER & SANITATION SYSTEMS, LLC**. The limited liability company is organized to engage in any lawful act or activity for which a limited liability company may be organized under the provisions of the Florida Limited Liability Company Act set forth in Chapter 608 *Florida Statutes*. Without limitation of the foregoing, it is anticipated that the initial business of the limited liability company will be the design and installation of water treatment systems and components. At least one Managing Member will be licensed to the extent required for legal operation, and all qualification and operational procedures required by the State of Florida with respect thereto will be observed.

ARTICLE II

The limited liability company shall have perpetual existence, which existence shall commence upon the date these Articles of Organization are filed with the Florida Secretary of State.

ARTICLE III

The address of the principal business office of the limited liability company shall be to the attention of Flavio Diaz at 5430 S.W. 40th Street, Davie, Florida 33314. The mailing address shall be the same.

ARTICLE IV

The street address of the initial registered office of the limited

liability company shall be 5430 S.W. 40th Street, Davie, Florida 33314. The name of the initial registered agent of the limited liability company at that office is Flavio Diaz. A written acceptance of such office in accordance with §608.407(d) *Florida Statutes* accompanies these Articles.

ARTICLE V

The Members may admit additional Members by unanimous written consent of the then existing Members.

ARTICLE VI

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or upon the occurrence of any other event which terminates the continued membership of a Member in the limited liability company, the remaining Member or Members have the right to continue the business of the limited liability company. The Members may make such continuation contingent upon the performance of certain duties or obligations by the limited liability company or the remaining Members by separate written arrangement. A member who seeks to dispose of his ownership must give the other members a right of first refusal to obtain it for the same price and terms, unless otherwise determined by the Operational Agreement in effect at the time. The foregoing does not apply to *bona fide* gifts. The provisions hereof shall not control in the event of death of a Member whose interest was held as a joint tenant or other manner which provides for transfer to a surviving co-owner.

ARTICLE VII

Management of the limited liability company is reserved to the Members. The Members names and addresses follow:

Carlos Humberto Diaz Lopez
11 calle 12-41 Zona 2
Colonia Ciudad Nueva
Guatemala, Guatemala

Oscar Alberto Lopez Martinez
18 Avenida A 15-43 Zona 3
Colonia Alamedas de Santa Clara
Guatemala, Guatemala


Flavio Diaz
5430 S.W. 40th Street
Davie, Florida 33314
U.S.A.

All of the foregoing will be Managing Members. Net income after payment of initial and operational expenses will be divided equally between the Members, unless otherwise stated in the Operational Agreement. Costs of maintaining any qualifying license are legitimate company expenses.

ARTICLE VIII

Unless stated otherwise herein or by separate written document signed by the Members affected, the rights of each Member shall be equal to those of the others; provided that the right to share in the income will be proportionate to the stated share of each Member unless otherwise set forth in a separate written document signed by all Members. The initial shares of the Members are equal, but may be changed.

In witness whereof, the undersigned Members have signed these Articles of Organization and has acknowledged such act before a Notary Public in and for the State of Florida, on this September 29, 2009.



Flavio Diaz (SEAL)

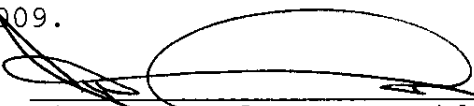
STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

Before me personally appeared **Flavio Diaz**, who is personally known to me or produced the following identification if not personally known to me:

Florida Drivers License

(IF NOT PERSONALLY KNOWN, DESCRIBE IDENTIFICATION PRODUCED IN THE BLANK ABOVE.)
and who did not take an oath, and acknowledged to and before me that the foregoing Articles of Organization were executed freely for the purposes therein expressed. Witness my hand and official seal this September 29, 2009.





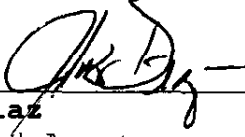
Signature of Notary Public

Printed/Typed Name of Notary Public
Commission No. _____
My notary commission expires: _____

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Notice is hereby given to the Florida Department of State in accordance with §608.415 *Florida Statutes* that the undersigned, having been designated by **WATER & SANITATION SYSTEMS, LLC** in its Articles of Organization to serve as the Registered Agent of said limited liability company, and being familiar with the obligations of that position, hereby makes formal acceptance of such position and the responsibilities of the Registered Agent effective simultaneously with the designation. The business office of the undersigned is identical with the registered office of the said limited liability company, as provided by §608.415(1)(a) *Florida Statutes*.

Dated this September 29, 2009.



Flavio Diaz
Registered Agent

WATER&S.ART