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George E. Edwards
ATTORNEY AT LAW

July 14, 1999

SUITE 109
950 NORTH FEDERAL HIGHWAY
POMPANO BEACH, FL 33062
(954) 781-0444

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

RE: Water Purification Engineering, L.L.C.

Gentlemen:

Enclosed herewith is an original and one copy of Articles of Organization for Florida Limited Liability Company for the above-captioned.

Kindly file and return one certified copy of same to the undersigned in the enclosed self-addressed, stamped envelope provided for your convenience.

Also enclosed is a check for \$285.00 to cover the cost of filing and certificate of Status.

Thank you for your prompt attention to this matter. If you have any questions please contact this office.

Very truly yours,

George Edwards

GEORGE E. EDWARDS, ESQ.

GEE:ag

Enclosure

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ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY

OF
WATER PURIFICATION ENGINEERING, L.L.C.

ARTICLE I

NAME

The name of the Limited Liability Company shall be: WATER PURIFICATION ENGINEERING, L.L.C.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this Limited Liability Company shall be: 950 N. Federal Hwy., #109, Pompano Beach, FL 33062.

ARTICLE III

DURATION

The period of duration for the Limited Liability Company shall not exceed a period of Twenty (20) years.

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ARTICLE IV
MANAGEMENT

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address of such manager(s) who is/are to serve as manager(s) is/are:

Helga-Regina Cinelli
950 N. Federal Hwy., #109
Pompano Beach, FL 33062

The Limited Liability Company is to be managed by the members and the names(s) and address(es) of the managing member(s) is/are: None.

ARTICLE V
ADMISSION OF ADDITIONAL MEMABERS

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be as set fourth in the Regulations.

ARTICLE VI
MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution or a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be to liquidate membership immediately.

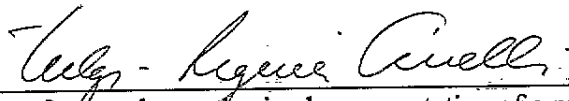
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ARTICLE VII

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of WATER PURIFICATION ENGINEERING, L.L.C. certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 5,000.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is: \$.00;
(A description of the property is attached and made a part hereto.); and
- 4) the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 5,000.00;



Signature of a member authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that that facts stated herein are true.)

Helga-Regina Cinelli

Typed or printed name of signee

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is: WATER PURIFICATION ENGINEERING, L.L.C.
2. The name and the Florida street address of the registered agent are: George E. Edwards, Esq., 950 N. Federal Hwy., #109, Pompano Beach, FL 33062.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. If further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


GEORGE E. EDWARDS, ESQ.

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