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FROM: Greenberg Traurig, P.A.

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Division of Corporations  
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Account Name : GREENBERG TRAURIG (WEST PALM BEACH)  
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## FLORIDA PROFIT/NON PROFIT CORPORATION

AquaServ, Inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
AQUASERV, INC.  
(a Florida Not For Profit Corporation)**

**ARTICLE I  
NAME OF CORPORATION**

The name of the corporation is AquaServ, Inc. (hereinafter referred to as the "AquaServ"). Its principal office is located at 2 Bridge Road, Hobe Sound, Florida 33455, or at such other place as may be designated, from time to time, by the Board of Directors.

**ARTICLE II  
DURATION**

The period of duration of AquaServ is perpetual.

**ARTICLE III  
PURPOSE AND POWERS**

AquaServ is organized exclusively to provide public utility service and for other public, charitable and educational purposes. The principal purpose for which the AquaServ is organized is to provide utility service to the public as an instrumentality of the Town of Jupiter, Island, Florida, a municipal corporation organized under the Laws of the State of Florida. AquaServ shall be empowered to do and perform all acts and things and engage in any lawful act or activity as may be allowed by the laws of the State of Florida with respect to not-for-profit corporations, as those laws now exist or as they may hereafter provide and to have and exercise all powers necessary or convenient to effect any or all of the purposes for which AquaServ is organized.

**ARTICLE IV  
PROHIBITION AGAINST DISTRIBUTION OF INCOME**

AquaServ is one which does not permit pecuniary gain or profit. No part of any net earnings of AquaServ shall inure to the benefit of any member of AquaServ, member of the Board of Directors, officer of AquaServ, any private shareholder or any other private individual, and as such they will have no interest in or title to any of the property or assets of AquaServ. Nothing herein shall prohibit AquaServ from reimbursing the members of the Board of Directors and officers of AquaServ for all expenses reasonably incurred in performing services rendered to AquaServ, or from reimbursing costs incurred by or transferring net earnings to the Town of Jupiter Island, Florida.

**ARTICLE V  
CAPITAL STOCK**

AquaServ shall have no capital stock and shall be composed of a single member, the Town of Jupiter Island, Florida, unless otherwise provided in the Bylaws.

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## **ARTICLE VI QUALIFICATIONS OF MEMBERSHIP**

There shall be no members other than the Town of Jupiter Island, Florida, or such other governmental entities that may be admitted to membership by the Town of Jupiter Island, Florida, from time to time in its discretion, unless otherwise provided in the Bylaws.

## **ARTICLE VII VOTING RIGHTS**

The Town of Jupiter Island, Florida, shall have sole voting rights, unless otherwise provided in the Bylaws.

## **ARTICLE VIII LIABILITY FOR DEBTS**

The Town of Jupiter Island, Florida shall not be liable for the debts of AquaServ.

## **ARTICLE IX BOARD OF DIRECTORS**

AquaServ shall have five (5) directors initially, who shall be the Town Commissioners of the Town of Jupiter Island, Florida. The number of directors may be changed from time to time as provided in the Bylaws; provided, however, that the Board of Directors consists of not fewer than three (3) directors and no decrease in the number of directors shall have the effect of shortening the terms of an incumbent director. The members of the Board of Directors shall be selected as provided in the Bylaws of AquaServ.

## **ARTICLE X INDEMNIFICATION**

AquaServ is an instrumentality of the Town of Jupiter Island, Florida, and shall have all of the privileges and immunities of the Town of Jupiter Island, Florida. The members of the Board of Directors and officers of AquaServ are public officials. AquaServ shall indemnify and hold harmless each person who shall serve at any time hereafter as a member of the Board of Directors or as an officer of AquaServ from and against any and all claims and liabilities to which such person shall become subject by reason of his or her having been, or hereafter being, a member of the Board of Directors or an officer of AquaServ, or by reason of any action alleged to have been taken or omitted by him or her as such member of the Board of Directors or officer of AquaServ, and shall reimburse each such person for all legal and other expenses reasonably incurred by him or her in connection with any such claim or liability to the fullest extent permitted by applicable Florida law.

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**ARTICLE XI  
DISSOLUTION**

In the event of dissolution or final liquidation of AquaServ, all of the property and assets of AquaServ, after payment of its debts, shall be distributed, as permitted by applicable Florida law to the Town of Jupiter Island, Florida.

**ARTICLE XII  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

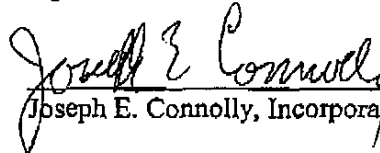
The street address of the initial registered office for AquaServ is 2 Bridge Road, Hobe Sound, Florida 33455, and the name of its registered agent at that address is Joseph E. Connolly.

**ARTICLE XIV  
INCORPORATOR**

The name and address of the Incorporator of AquaServ are:

<u>NAME</u>	<u>ADDRESS</u>
Joseph E. Connolly	2 Bridge Road Hobe Sound, FL 33455

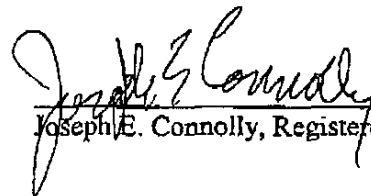
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 24<sup>th</sup> day of July, 2007.

  
Joseph E. Connolly, Incorporator

**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE XIII OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

Dated this 24<sup>th</sup> day of July, 2007.

  
Joseph E. Connolly, Registered Agent

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