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**JONES & FLOWERS**

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MICHAEL A. JONES  
MICHAEL A. FLOWERS

August 8, 2000

Department of State  
Corporate Records Bureau  
409 E. Gaines Street  
Tallahassee, Florida 32301

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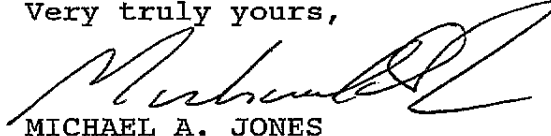
Dear Sir:

WATER WAVES, Inc.  
RE: ~~WAVES, INC.~~

Enclosed is the original and one copy of the Articles of Incorporation of Waves, Inc. Also, enclosed is their check number 101 in the amount of \$70 to cover your filing fee.

Should you have any questions please contact me.

Very truly yours,



MICHAEL A. JONES

lfd  
Enclosure

FILED  
00 AUG 25 AM 8:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7/11 8/28/00 W-2003 9  
PA 8/15/00



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 15, 2000

MICHAEL A JONES, ESQ.  
912 S PALM BLVD, SUITE C  
NICEVILLE, FL 32588-0947

SUBJECT: WAVES, INC.  
Ref. Number: W00000020039

We have received your document for WAVES, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 600A00043758

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
WATER WAVES, INC.

In compliance with the requirements of *Florida Statute Chapter 607*, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is WATER WAVES, INC.

ARTICLE II

The existence of the corporation shall begin on August 25, 2000.

ARTICLE III

The street address of the principal office of the Corporation is 4092 Rocky Drive, Niceville, Florida 32578.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is One Hundred (100), all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 4092 Rocky Drive, Niceville, Florida 32578. The initial registered agent for the Corporation at that address is William Scott Tucker.

ARTICLE VI

The initial board of directors shall consist of two (2) members. The names and addresses of the persons who will serve on the initial board of directors is:

Name	Address
William Scott Tucker	4092 Rocky Drive Niceville, FL 32578
James W. Powell	642 Sailboat Drive Niceville, FL 32578

ARTICLE VII

The name and street address of the person signing these articles of incorporation is:

Name	Address
James W. Powell	642 Sailboat Drive Niceville, FL 32578

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

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00 AUG 25 AM 8:42

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned incorporator has  
executed these articles of incorporation this 23<sup>rd</sup> day of August,  
2000.

  
JAMES W. POWELL

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for WAVES,  
INC. at the place designated in the articles of incorporation,  
the undersigned is familiar with and accepts the obligations of  
that position pursuant to *Florida Statute 607.0501(3)*.

  
WILLIAM SCOTT TUCKER

Date: August 23, 2000