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LAW OFFICE OF
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September 22, 2000

SECRETARY OF STATE
Division of Corporations
PO Box 6327
TALLAHASSEE FL 32314

000003403630-1
--03/25/00--01147--014

Re: W.A.T.E.R. ("Water Application Technologies & Engineering Response"), Inc. 122.50 *****78.75

Dear Sir or Madam:

Enclosed herewith please find the following:

1. Original and one copy of the Articles of Incorporation for W.A.T.E.R. ("Water Application Technologies & Engineering Response"), Inc., and the original of the Certificate Designating Resident Agent.
2. Check in the amount of \$122.50 payable to the Secretary of State for filing of the Articles of Incorporation (\$35.00), obtaining a certified copy (\$52.50), and filing the Designation of and Acceptance by Registered Agent (\$35.00).

Please certify and return to the undersigned the enclosed copy of the Articles of Incorporation. We have enclosed a self-addressed, stamped envelope for this purpose. Please note the provision under Article II stating that this corporation's existence shall commence on the date of execution of these Articles.

If you should have any questions, please contact the undersigned. Thank you for your assistance in this matter.

Very truly yours,

Ralph P. Richard
RALPH P. RICHARD

Enclosures

FILED
00 OCT 13 AM 8:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

✓ T. Burch OCT 16 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 27, 2000

RALPH P. RICHARD
6900 DANIELS PARKWAY STE 29-321
FT MYERS, FL 33912

SUBJECT: W.A.T.E.R.("WATER APPLICATION TECHNOLOGIES &
ENGINEERING RESPONSE"), INC.
Ref. Number: W00000023423

We have received your document for W.A.T.E.R.("WATER APPLICATION TECHNOLOGIES & ENGINEERING RESPONSE"), INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch
Document Specialist

Letter Number: 900A00050666

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00 OCT 13 AM 8:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

W.A.T.E.R., Inc.

The undersigneds, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I - NAME AND ADDRESS

The name of this corporation is W.A.T.E.R., Inc., 6316 Wisteria Lane, Apollo Beach, FL 33572.

ARTICLE II - DURATION

The existence of this corporation shall be perpetual, and shall commence on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business which is permitted under the laws of the United States and the State of Florida, as these laws now exist and as they may exist in the future.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Million (1,000,000) shares of common stock at no par value.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation is as follows:

Ralph P. Richard, Esquire
14848 Old Highway 41, Unit 7
Naples FL 34110

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall initially have six (6) directors. The number of directors may be either increased or decreased from time to time by an amendment of the Bylaws of the corporation in a manner provided by law, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Robert J. Murphy	1441 Jumana Loop Apollo Beach, FL 33572
Bonnie B. Murphy	1441 Jumana Loop Apollo Beach, FL 33572
Joseph E. Gargas	6316 Wisteria Lane Apollo Beach, FL 33572
Donna M. Gargas	6316 Wisteria Lane Apollo Beach, FL 33572
Ralph P. Richard	12561 Allendale Circle Fort Myers, FL 33912
Sandra T. Richard	12561 Allendale Circle Fort Myers, FL 33912

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Robert J. Murphy	1441 Jumana Loop Apollo Beach, FL 33572
Joseph E. Gargas	6316 Wisteria Lane Apollo Beach, FL 33572

ARTICLE VIII - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

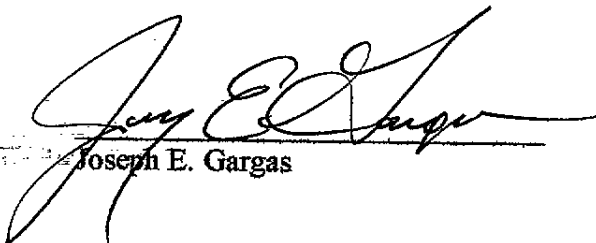
ARTICLE IX - INDEMNIFICATION

To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as an officer or director of the corporation, and each persona who serves at the request of the corporation as a director or officer of any other corporation, from and against any all claims and liabilities to which such person shall become subject by reason of his being director or officer of this corporation, or by reason of any action alleged to have been taken or omitted by him as a director or officer. The corporation shall reimburse each person for all costs, legal and other expenses reasonably incurred by them in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which they may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation at Apollo Beach, Florida this 5th day of October, 2000.



Robert J. Murphy


Joseph E. Gargas

**CERTIFICATE OF DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED**


IN COMPLIANCE with Section 48.091, Florida Statutes, the following is submitted:

FIRST - that W.A.T.E.R., Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Apollo Beach, Hillsborough County, Florida, has named Ralph P. Richard, Esquire, located at 14848 Old Highway 41, Unit 7, Naples FL 34110, as its agent to accept service of process within Florida.


Robert J. Murphy

Title: Incorporator

Date: 5 October 2000


Joseph E. Gargas

Title: Incorporator

Date: Oct 5, 00

HAVING been named to accept service of process for the above-stated corporation, at the place designated in this certification, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


RALPH P. RICHARD, ESQUIRE

Date: October 5, 2000

FILED
00 OCT 13 AM 8:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA