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William A. Adams

Accountant & Business Consultant

13100 Pine Borough Lane
Palm Beach Gardens, Florida 33418

November 10, 2000

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*****70.00 *****70.00

Ms Katherine Harris
Secretary of State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Ms. Harris:

Enclosed are the Articles of Incorporation for:

GROUND WATER TECHNOLOGY CORPORATION

and a check in the amount of \$70.00 to cover the cost of the various fees.

Please return the notice of filing with the assigned document number to my office at:

William A. Adams
13100 Pine Borough Lane
Palm Beach Gardens, Florida 33418

Thank you.

Sincerely,


William A. Adams

FILED
00 NOV 27 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch NOV 28 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 16, 2000

WILLIAM A. ADAMS
13100 PINE BOROUGH LANE
PALM BEACH GARDENS, FL 33418

SUBJECT: GROUND WATER TECHNOLOGY CORPORATION
Ref. Number: W00000027314

We have received your document for GROUND WATER TECHNOLOGY CORPORATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(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.

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: 100A00059084

FILED
00 NOV 27 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION
OF
GROUND WATER TECHNOLOGY OF SOUTH FLORIDA CORPORATION

ARTICLE I
NAME

The name of the Corporation is: GROUND WATER TECHNOLOGY OF SOUTH FLORIDA CORPORATION

ARTICLE II
DURATION

This Corporation shall have perpetual existence.

ARTICLE III
PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the registered office and the principal place of business is:

2428 SW 18th Court, Okeechobee, Florida 34974

and the initial registered agent(s) of this Corporation at that address is:

TONY CORWIN

ARTICLE V
BOARD OF DIRECTORS

This Corporation shall have one director(s) initially. The number of directors may be increased or decreased from time to time by the By-Laws. The name(s) and address(es) of the initial director(s) of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Ruby Corwin	2428 SW 18th Court, Okeechobee, Florida 34974
Tony Corwin	2428 SW 18th Court, Okeechobee, Florida 34974

ARTICLE VI
CAPITAL STOCK

This Corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VII
INCORPORATORS

The name(s) and address(es) of the person(s) signing these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Ruby Corwin	2428 SW 18th Court, Okeechobee, Florida 34974
Tony Corwin	2428 SW 18th Court, Okeechobee, Florida 34974

ARTICLE VIII
POWERS

This Corporation shall have all the Corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IX
MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Director(s) may participate in meetings of the Board of Director(s) by means of a conference telephone provided by law.

ARTICLE X
ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The director(s) of this Corporation may take action by written consent.

ARTICLE XI
INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments hereto, any right conferred upon the shareholders is subject to this reservation.

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR 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:

GROUND WATER TECHNOLOGY OF SOUTH FLORIDA CORPORATION
desiring to organize under the laws of the State of Florida, with its principal place of business: 2428 SW 18th Court, Okeechobee, Florida 34974

has named: Tony Corwin
located at: 2428 SW 18th Court, Okeechobee, Florida 34974

as its agent to accept service of process within Florida.

Ruby Corwin
Ruby Corwin

Tony Corwin
Tony Corwin

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION,
AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

Tony Corwin Agent
November 10, 2000
Date

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 10 day of November, 2000.

Ruby Corwin
Ruby Corwin
Tony Corwin
Tony Corwin

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

Before me a notary public authorized to take acknowledgements in the State and
County aforesaid, personally appeared:
Ruby Corwin and Tony Corwin,
known to me and known by me to be the persons who executed the foregoing Articles
of Incorporation, and who has shown a valid Florida Drivers License, and they
acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal
in the State and County aforesaid, this 10 day of November, 2000.

William A. Adams
Notary Public

MY Commission Expires:

