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Bradbeer & Associates
Accounting, Tax and Software Consultants

April 6, 2001

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

Florida Dept. of State
Division of Corporations
Corporate Records
P.O. Box 6327
Tallahassee, FL 32314

RE: Waters Consulting Services, Inc.

To Whom It May Concern:

Please find enclosed Articles of Incorporation for the above referenced corporation.

A check in the amount of \$70.00 is enclosed for the fees required for the filing of these articles. Please forward related information to:

Bryan E Waters
3348 Tallwood Drive
Deltona, FL 32738

Thank you for your assistance regarding this matter.

Sincerely,

Sandra King
Sandra King, ABA
Accountant

enclosures (2) Articles of Incorporation
Check for \$70.00

FILED
01 APR 12 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RA
4/17/01

**ARTICLES OF INCORPORATION
OF
WATERS CONSULTING SERVICES, INC.**

FILED
01 APR 12 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Undersigned, for the purpose of forming a Corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I- NAME

The name of the corporation is WATERS CONSULTING SERVICES, INC.

ARTICLE II- DURATION

The existence of the Corporation shall commence with the filing of these articles. The duration of the Corporation in perpetual.

ARTICLE III-PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV-CAPITAL STOCK

The Corporation shall have the authority to issue 100 shares of common stock, in one class only, each having a par value of \$ 1.00. Each of the said shares will entitle the holder thereof to one vote at any meeting of the shareholders.

ARTICLE V-REGISTERED OFFICE AND AGENT

The registered agent of the Corporation is Bryan Waters.

The mailing address of the Corporation is 3348 Tallwood Drive, Deltona, FL 32738

The registered address and the principal office of the Corporation is 3348 Tallwood Drive, Deltona, FL 32738.

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VI-ACCEPTANCE

Having been named to accept service of process for the Corporation, at the designated above, 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.

DATED: 4/6/01



(REGISTERED AGENT)

FILED

01 APR 12 AM 9:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII-BOARD OF DIRECTORS

The Corporation has elected a Board of Directors at the time of filing these Articles of Incorporation and is as follows:

PRESIDENT: Bryan E. Waters

The name and address of the Incorporator of these Articles of Incorporation is

Bryan E Waters
3348 Tallwood Drive
Deltona, FL 32738

ARTICLE VIII-INDEMNIFICATION

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

ARTICLE IX-AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 6th day of April, 2001

Bryan E Waters

Incorporator

STATE OF FLORIDA, COUNTY OF VOLUSIA

BEFORE ME, a Notary Public authorized to take acknowledgment in the State and County set forth above, personally appeared Bryan E Waters, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he/she acknowledged before me that he/she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 6th day of April, 2001.

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE.

Sandra L King
NOTARY

MY COMMISSION EXPIRES: 9/14/2001

