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November 6, 2001

Corporate Records Bureau
Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

800004673748--4
-11/09/01--01021--019
*****78.75 *****78.75

Re: Raincatchers, Inc.

To Whom It May Concern:

Enclosed are two originals of Articles of Incorporation for the above-named corporation.
Please file one original and certify and return one original to me.

Also enclosed is our firm check in the amount of \$78.75, to cover the following costs:

1.	Filing fee	\$35.00
2.	Designation of Registered Agent	35.00
3.	Certified copy of Charter	<u>8.75</u>
	Total	\$78.75

FILED
2001 NOV -9 AM 11:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Thank you. If you have any questions, please give me a call.

Sincerely,

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

Nancy Barnes
Nancy Barnes, Paralegal

NRB/co
Enclosures

cc: Raincatchers, Inc.

225.742a

Sp. 11/9/01

ARTICLES OF INCORPORATION
OF
RAINCATCHERS, INC.

FILED
2001 NOV -9 AM 11:04
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned hereby organizes a corporation for profit under the provisions of the Florida Business Corporation Act, and pursuant to the following Articles of Incorporation.

ARTICLE 1

Name

The name of this corporation is: Raincatchers, Inc.

ARTICLE 2

Principal Address / Mailing Address

The principal address and the mailing address of this corporation are 2430 - 58th Street South, Tampa, Florida 33619.

ARTICLE 3

Shares

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One Dollar (\$1.00) par value common stock.

ARTICLE 4

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 2430 - 58th Street South, Tampa, Florida 33619, and the name of the initial registered agent of this corporation at that address is Nancy Smircic.

ARTICLE 5

Incorporator

The name and address of the person signing these Articles are:

Thomas A. Smircic
2430 - 58th Street South
Tampa, Florida 33619

ARTICLE 6

Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than two (2). The name and address of the initial directors of this corporation are:

Thomas A. Smircic
2430 - 58th Street South
Tampa, Florida 33619

Nancy Smircic
2430 - 58th Street South
Tampa, Florida 33619

The method of election of directors will be as stated in the Bylaws.

ARTICLE 7

Indemnification

The corporation may enter into indemnification agreements and adopt Bylaw provisions for indemnification of any officer or director, or any former officer or director, or may provide, at the corporation's election, for indemnification of any officer or director, or any former officer or director, without agreement or Bylaw provisions to the full extent permitted by law. The corporation shall not be subject to court-ordered indemnification pursuant to Section 607.0850(9), Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 5th day of Nov., 2001.

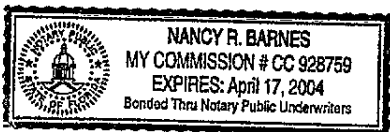



Thomas A. Smircic

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 5th day of Nov., 2001 by Thomas A. Smircic.

SEAL






Type, Print or Stamp Name of Notary

Personally known X
or Produced Identification _____
Type of Identification Produced _____

Acceptance of Registered Agent

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment of registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Nancy Smircic
2430 - 58th Street South
Tampa, FL 33619

20-NRB-2

FILED
2001 NOV - 9 AM 11: 04
SECRETARY OF STATE
TALLAHASSEE FLORIDA