

CORPORATION(S) NAME

W.P. Verifier

CR2E031 (R8-85)

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CARIBBEAN WATER SYSTEMS, INC. ARTICLES OF INCORPORATION

ON THE PROPERTY OF THE PARTY OF THE UNDERSIGNED, desiring to incorporate a corporation under the provisions of the Corporation Act does hereby certify:

- 1. The name of the corporation is CARIBBEAN WATER SYSTEMS, INC.
- 2. The term for which the corporation is to exist is perpetual.
- 3. The general nature of the business to be transacted by the corporation shall be to engage in any act permitted under the laws of the United States of America and of the State of Florida, as limited by the provisions of the Florida Corporation Act.
- 4. The aggregate number of shares of capital stock which the corporation shall have the authority to issue is five hundred (500) shares of common stock having a par value of one dollar (\$1.00) each.
- 5. The initial principal office of the corporation shall be located at 2914 N.E. 8th Terrace, Suite 101, Oakland Park, FL 33334. Registered Agent shall be DANIEL B. DARMETKO.
- 6. The initial Board of Directors shall be comprised of one (1) member. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1).

The names and addresses of the initial Directors are:

NAME <u>ADDRESS</u>

DANIEL B. DARMETKO 2914 N.E. 8th Terrace, Suite 101, Oakland Park, FL 33334

7. The name and address of the incorporator hereof is:

NAME ADDRESS

DANIEL B. DARMETKO 2914 N.E. 8th Terrace, Suite 101, Oakland Park, FL 33334

- 8. The formation of the corporation shall be effective as of the date of execution and acknowledgment hereof.
- 9. With respect to all shares of stock of the corporation, every Shareholder upon a sale for cash or other property of any such new shares of stock, or options or warrants therefore, shall have

the pre-emptive right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the same price at which such new shares of stock, or option or warrants therefor, are offered to others.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this day of February, 2002.

STATE OF FLORIDA

SS:

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared DANIEL B. DARMETKO, who (is known to me personally)(produced a valid driver's license as identification) and upon being first duly sworn acknowledged that he executed the foregoing document freely and voluntarily and for the purpose therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid the day of ________, 2002.

My Commission expires:

MARA F. LEPORE

MY COMMISSION # CC 932938

EXPIRES: June 6, 2004

Bonded Thru Budget Notary Services

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE VERIFIED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That CARIBBEAN WATER SYSTEMS, INC., desiring to organize under the laws of the State of Florida, with its principal office at 2914 N.E. 8th Terrace, Suite 101, Oakland Park, FL 33334, County of Broward, State of Florida, has named DANIEL B. DARMETKO, 2914 N.E. 8th Terrace, Suite 101, Oakland Park, FL 33334, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated entity, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity and agrees to comply with the provisions of said Act relative to keeping open said office.

By Daniel B. Darmetko

