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September 6, 2002

Secretary of State

Division of Corporations

New Filings Section

409 East Gaines Street

Tallahassee, Florida 32301

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-09/12/02--01014--004
*****78.50 *****78.50

RE: Vaportech Incorporated

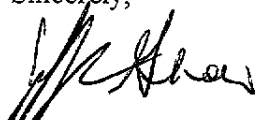
Gentlemen:

With reference to the above matter enclosed please find two (2) signed original Articles of Incorporation for Vaportech Incorporated along with my check in the amount of \$78.50 to cover the various filing fees.

Once the Articles of Incorporation have been recorded please return a filed copy to me.

Should you have any questions in this regard please do not hesitate to contact me.

Sincerely,


Jeffrey S. Gerow

Enclosure:

FILED
02 OCT 10 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

me 10/10



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 13, 2002

JEFFREY S. GEROW, P.A.
4800 NORTH FEDERAL HIGHWAY
SUITE 307B
BOCA RATON, FL 33431

SUBJECT: VAPORTECH INCORPORATED
Ref. Number: W02000026754

We have received your document for VAPORTECH INCORPORATED and your check(s) totaling \$78.50. 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) 245-6067.

Neysa Culligan
Document Specialist
New Filing Section

Letter Number: 902A00052619

**ARTICLES OF INCORPORATION
OF
PRUETT VAPOR EQUIPMENT SALES, INC.**

FILED
02 OCT 10 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as incorporator of a corporation under the Florida General Corporation Act, adopt the following articles of incorporation for such corporation:

ARTICLE I

The name of the corporation is: PRUETT VAPOR EQUIPMENT SALES, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

The Corporation shall have the authority to issue 1,000 shares of common stock, all of one class, at one dollar par value.

ARTICLE V

The address of the initial registered office of the corporation is 4800 N. Federal Highway, Suite 307B, Boca Raton, Florida 33431 and the name of its registered agent at said address is Jeffrey S. Gerow, Esquire. The initial address for the corporation shall be 340 N.W. 107th Avenue, Pembroke Pines, Florida 33026.

ARTICLE VI

The number of directors constituting its initial board of directors is one whose name and address is:

Joseph D. Pruett
340 N.W. 107th Avenue
Pembroke Pines, Florida 33026

ARTICLE VII

The name and address of the incorporator is:

Joseph D. Pruett
340 N.W. 107th Avenue
Pembroke Pines, Florida 33026

ARTICLE VIII

Preemptive rights shall be as follows:

The shareholders shall have the preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of stock as may be issued from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder of common stock currently authorized and issued.

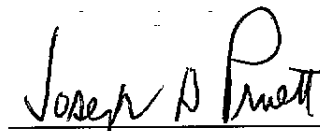
ARTICLE IX

Unless otherwise provided in the corporation's Bylaws, no shares of the capital stock of this corporation may be transferred without the prior approval of the corporation's Board of Directors.

ARTICLE X

The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

IN WITNESS WHEREOF, I have subscribed my name this 6th day of September, 2002.

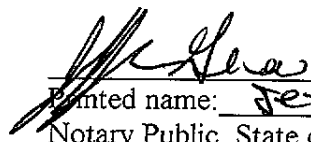



Joseph D. Pruett

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared JOSEPH D. PRUETT who to me is well known to be the person described in and who subscribed the above articles of incorporation and produced Florida Drivers License as identification and freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth and who did not take an oath.


IN WITNESS WHEREOF, I have hereunto set my hand and seal at Boca Raton in said county and state this 6th day of September, 2002.


Printed name: Jeffrey S. Gerow
Notary Public, State of Florida
MY COMMISSION EXPIRES:

 **Jeffrey S. Gerow**
Commission # GG 819051
Expires Apr. 10, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

ACKNOWLEDGMENT

Having been named to accept service of process for this corporation, at the place designated in Article V, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.


JEFFREY S. GEROW

FILED

02 OCT 10 AM 10:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA