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SECRETARY OF STATE

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TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT: ^{WG}	olverine Water Treatment Sy	•	
	(PROPOSED CORPORA	ATE NAME – <u>MUST INCL</u>	udeisugeix)
Enclosed are an orig	ginal and one (1) copy of the art	ticles of incorporation and	l a check for:
\$70.00	□ \$78.75	☑ \$78.75	□ \$87.50
Filing Fee	Filing Fee & Certificate of Status	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate of Status
		ADDITIONAL CO	PY REQUIRED
FROM:	Jerry Soupal Jr.		
	Name	(Printed or typed)	
	711 Ruthver Court		
		Address	
	Orange Park, FL 32073		
	City	, State & Zip	
	904-272-4008		

NOTE: Please provide the original and one copy of the articles.

Daytime Telephone number

ARTICLES OF INCORPORATION

OF

Wolverine Water Treatment Systems, Inc.

The undersigned, acting as incorporator of a corporation under Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the corporation is Wolverine Water Treatment Systems, Inc.

ARTICLE II - TERM OF EXISTENCE

The period of duration of the corporation is perpetual.

ARTICLE III - NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - AUTHORIZED SHARES

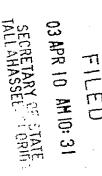
The aggregate number of shares that the corporation shall have the authority to issue is 1,000 shares of capital stock with par value of \$.10 per share. The sum of \$100.00, the par value of all shares of capital stock of the corporation that have been issued, shall be the stated capital of the corporation at any particular time. The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the capital stock of the corporation. The shares of the corporation are not to be divided into classes, and the corporation is not authorized to issue shares in series.

The stock shall be issued pursuant to Section 1244 of the Internal Revenue Tax Code.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal place of business of the Corporation is located in Duval, Florida, at the address of 711 Ruthver Court, Orange Park, Florida 32073

The name of the initial registered agent is Stephen E. Tilley, 4465 Baymeadows Road, Suite 3, Jacksonville, Florida 32217.



ARTICLE VI - DIRECTORS

The initial Board of Directors shall consist of two (2) members who need not be a resident of the State of Florida or shareholder of the corporation.

ARTICLE VII - INITIAL DIRECTORS

The name and addresses of the persons who shall serve as Directors until the first annual meeting of the shareholders, or until their successors shall have been elected and qualified, is as follows:

NAME		<u>ADDRESS</u>
Jerry J. Soupal Jr.		711 Ruthver Court Orange Park, FL 32073
Diana J. Soupal		711 Ruthver Court Orange Park, FL 32073

ARTICLE VIII - INCORPORATOR

The name and address of the initial incorporator is as follows:

<u>NAME</u>	 ADDRESS
Stephen E. Tilley	4465 Baymeadows Road, Ste. 3 Jacksonville, FL 32217

ARTICLE IX - AMENDMENT OF ARTICLES OF INCORPORATION

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders' meeting, with not less than a 51% vote of the common stock.

ARTICLE X - PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such shares of the stock of this corporation as may be issued for money, or any property or services 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 all shares of common stock currently authorized and issued.

ARTICLE XI - CUMULATIVE VOTING

The shareholders of this Corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected, multiplied by the number of his shares, to distribute them among as many candidates as he may wish. Notice must be given by any shareholder to the President or a Vice President of said Corporation not less than twenty-four (24) hours prior to the time set for the holding of a shareholders' meeting for the election of directors that said shareholder intends to cumulate his vote at said election.

IN WITNESS WHEREOF, the undersigned has made and subscribed	these Articles of
Incorporation at Duval County, Florida on this 3 day of ADRII	_ 2003.
Jerry J. Soupal, Jr.	· · · · · · · · · · · · · · · · · · ·
Jeny J. Soupar, St.	
diana & Sougal	
Diana J. Soupal	75 S
STATE OF FLORIDA)) ss.:	O3 APR 1 SECRETA
COUNTY OF CLAY)	IO ANIO:
Before me, the undersigned authority, Jerry Soupal and Diana Soupal persona are to me well known to be the persons described in and who subscribed the Incorporation and they did freely and voluntarily acknowledge before me act that they made and subscribed the same for the uses and purposes therein, north.	ally and are who above Articles of cording to the law
iorui.	CIAY
IN WITNESS WHEREOF, I have hereunto set my hand and official seal Florida, this 3 day of April, 2003	L
NOTARY PUBLIC Education a. Mi	nigh
My Commission Expires: Elizabeth A Minigh Elizabeth A Minigh Expires September 10, 2003	

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts his designation as Registered Agent for Wolverine Water Treatment Systems, Inc.

Stephen E. Tilley