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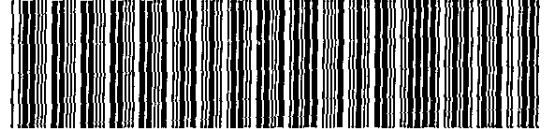
(Business Entity Name)

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TALLAHASSEE, FLORIDA
03 SEP -4 AM 10:35

9/11/03

Frank I. Grey, P. A.

Attorney and Counselor at Law

5709 Tidalwave Drive

New Port Richey, Florida 34652

Telephone (727) 847-5854

Facsimile (727) 841-8685

September 2, 2003

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

**RE: ARTICLES OF INCORPORATION FOR
ABUNDANT LIFE WATER SYSTEMS, INC.**

Dear Sirs:

Enclosed please find the following for filing in your office in connection with the above referenced corporation:

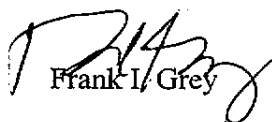
1. Original and one (1) copy of
Articles of Incorporation for
Abundant Life Water Systems, Inc.
2. Check in the amount of \$78.75 for:

Filing Fee -	\$35.00
Registered Agent	
Designation	\$35.00
Certified copy	<u>\$ 8.75</u>
	\$78.75

Please return to the copies to the undersigned in the envelope enclosed.

If you have any questions, please do not hesitate to call.

Very truly yours,


Frank I. Grey

FIG/pc
Encs.

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ARTICLES OF INCORPORATION
OF
ABUNDANT LIFE WATER SYSTEMS, INC.

We, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit under the laws of the State of Florida, pursuant to Chapter 607, Florida Statutes, and execute the following:

ARTICLE I. CORPORATE NAME

The name and address of the corporation shall be:

ABUNDANT LIFE WATER SYSTEMS, INC.
2045 VALKARIA ROAD
MALABAR, FLORIDA 32950

ARTICLE II. TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these Articles with the Secretary of State.

ARTICLE III. GENERAL PURPOSES

The purpose of this corporation is to engage in water systems and related services; and any lawful business permitted under the laws of the State of Florida and the United States.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any time is 5000 shares of common stock, with an initial issuance of 100 shares having a par value of \$1.00 per share.

Authorized stock may be paid for in cash, past services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE V. PREEMPTIVE RIGHTS

The shareholders of the Corporation shall have the preemptive right to acquire, pro rata, unissued or treasury shares of the Corporation or securities of the Corporation, convertible into or carrying the right to subscribe to or acquire shares. Such shares or securities may be issued by the Corporation from time to time for money, any property, or past services in addition to authorized shares, and the preemptive right of any shareholder shall be determined by the ratio shares of which he or she is the holder to all authorized and issued shares. The prices, terms and conditions therefore shall be fixed by the Board of Directors.

Before publicly or privately selling or offering to sell any additional shares of its common stock, or any stock bonds, debentures or other securities convertible into common stock, the corporation shall first offer to all of the holders of its common stock the right of purchase a pro rata portion of such common stock or such securities convertible into common stock.

ARTICLE VI. REGISTERED OFFICE AND AGENT

The Registered Agent and the street address of the initial Registered Office of this corporation shall be:

JANE C. COOPER
2045 VALKARIA ROAD
MALABAR, FLORIDA 32950

The Board of Directors from time to time may designate any other address and place for the registered office of this corporation.

ARTICLE VII. BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one.

ARTICLE IX. INCORPORATORS

The names and street address of the Incorporators of these Articles of Incorporation are:

1. JANE C. COOPER
2045 VALKARIA ROAD
MALABAR, FLORIDA 32950

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI. BY-LAWS

The By-Laws shall be made, amended, or rescinded from time to time as therein provided.

ARTICLE XII. RIGHT OF FIRST REFUSAL

The Corporation shall have the right of first refusal to any shareholder who desires to sell his shares or portions thereof, the compensation for which shall be fixed by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporators have executed the foregoing Articles of Incorporation this 29 day of August, 2003.


JANE C. COOPER

STATE OF FLORIDA)
COUNTY OF Brevard)



BEFORE ME, a Notary Public, personally appeared JANE C. COOPER, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that she subscribed to these Articles of Incorporation on the 29 day of August, 2003.



(SEAL)

Cath G Martin
Notary Public
My Commission Expires: June 21, 2005

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

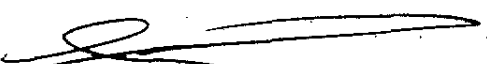
In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That ABUNDANT LIFE WATER SYSTEMS, INC. desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business at:

2045 VALKARIA ROAD
MALABAR, FLORIDA 32950

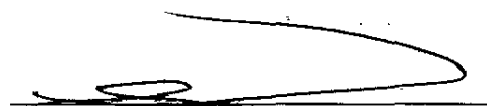
has named: JANE C. COOPER
located at: 2045 VALKARIA ROAD
MALABAR, FLORIDA 32950

as its agent to accept service of process within the State of Florida.


JANE C. COOPER
TITLE: PRESIDENT

DATE: AUGUST 29, 2003.

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the property and complete performance of my duties.


JANE C. COOPER
Resident Agent

DATE: AUGUST 29, 2003.

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