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JE

ATTORNEYS' TITLE
Requestor's Name

1965 Capital Circle NE, Suite A
Address

Tallahassee, Fl 32308 850-222-2785
City/St/Zip Phone #

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- ELECTRIC RAIN, INC.

2-

EFFECTIVE DATE
12-3-03

3-

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NEW FILINGS	
XXX	Profit
	Non-Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials

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ARTICLES OF INCORPORATION
OF
ELECTRIC RAIN, INC.

The undersigned, subscriber to these Articles of Incorporation, each a natural person competent to contract, hereby associate ourselves to form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is **ELECTRIC RAIN, INC.**

ARTICLE II - NATURE OF BUSINESS

This corporation is organized for the purpose of installation of irrigation systems and any other lawful business, including, but not limited to:

(a) To acquire by purchase, lease or otherwise, lands and interests in lands, and to own, hold, improve, develop and manage any lands owned, held, or occupied by the corporation, buildings or other structures, public or private, with their appurtenances and to manage, operate, lease, rent, rebuild, enlarge, alter or improve any buildings, or other structures, now or hereafter erected on any lands so owned, held, or occupied and to encumber or dispose of any lands owned, held, or occupied and to encumber or dispose of any lands or interest in lands and any building or other structures, at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate real estate of all kinds, improved or unimproved, and any right or interest therein.

(b) To acquire, by purchase, lease, manufacture or otherwise any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time held, owned or occupied by the corporation and to invest, trade, and deal in any personal property deemed beneficial to the corporation and to lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.

(c) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and to execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(d) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(e) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or re or dispose of the shares of the capital stock of, or any bonds, securities, or other btedness created by any other corporation of the State of Florida or any other state ıd while owner of such stock to exercise all the right, powers, and privileges of ing the right to voter such stock.

(f) To enter into, make, perform and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation or calculated to facilitate the same.

(g) To carry on any and all of its operations and businesses and to promote its objects within the State of Florida or elsewhere, without restrictions as to place or amount; and to have, use exercise and enjoy all of the general powers of like corporation.

(h) To engage in any and all lawful business, trades occupations and professions.

(i) To do any or all of the things herein set forth to the same extent as natural persons might or could do and in any part of the world as principals, agents, contractors or otherwise, alone, or in company with others, and to do and perform all such other things and acts as may be necessary, profitable or expedient in carrying out any of the business or acts above-named.

The intention is that none of the objects and powers as herein set forth, except where otherwise specified in this Article, shall be in anywise limited or restricted by reference or inference from the terms of any other objects, powers or clauses of this Article or another Article; but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1000 shares of common stock which stock shall have a $1.00 par value.

Authorized capital stock may be paid for in cash, 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 IV - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V - ADDRESS

The initial street address of the principal office of this corporation is 671 Whitetail Loop, Apopka, FL 32703. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VI - DIRECTORS

This corporation shall have one (1) director, initially. The number of directors may be increased or diminished from time to time by the By-Laws.

ARTICLE VII - INITIAL DIRECTORS

The name and street address of the first Board of Directors who shall hold office until their successors are elected and have qualified, are as follows:

NAME	ADDRESS
STEPHEN C. MORGAN	**671 Whitetail Loop** **Apopka, FL 32703**

ARTICLE VIII - SUBSCRIBERS

The name and address of the subscriber to these Articles of Incorporation is:

NAME	ADDRESS
STEPHEN C. MORGAN	**671 Whitetail Loop** **Apopka, FL 32703**

ARTICLE IX - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 671 Whitetail Loop, Apopka, FL 32703 and the name of the initial registered agent of this corporation at said address is STEPHEN C. MORGAN.

ARTICLE X - EFFECTIVE DATE

These Articles of Incorporation shall be effective as of the date of signing of these Articles.

ARTICLE XI - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE XII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XIII - INDEMNIFICATION

This corporation shall indemnify any officer or director and any former officer, or director, to the full extent permitted by law.

ARTICLE XIV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XV - 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 shareholders, and approved at a shareholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 3rd day of December, 2003.

STEPHEN C. MORGAN

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 3rd day of December, 2003 by STEPHEN C. MORGAN who is:

X personally known to me or
____ has produced Florida Driver's License or
________________ as identification.

Notary Public MARVIN L. BEAMAN, JR.

Print or type name MARVIN L. BEAMAN JR

My commission expires:

MARVIN L. BEAMAN, JR.
MY COMMISSION # DD 006807
EXPIRES: March 25, 2005
Bonded Thru Notary Public Underwriters

CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE FOR SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

PURSUANT to Chapter 48.091 FLORIDA STATUTES, the following is submitted in compliance with said Act:

THAT ELECTRIC RAIN, INC. desiring to organize under the laws of the State of Florida, with its principal place of business and office as indicated in the Articles of Incorporation has named as its Registered Agent STEPHEN C. MORGAN and has designated 671 Whitetail Loop, Apopka, FL 32703 as Registered Office to accept service of process within this State.

ACKNOWLEDGEMENT:

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

STEPHEN C. MORGAN
Registered Agent

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