

P03000146579

John Garrison
408 E. 15th St
El Dorado, AR 71730

(Address)

(City/State/Zip/Phone #)

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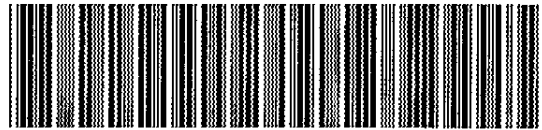
(Business Entity Name)

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLES OF INCORPORATION
of
H2 Plus, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned persons, acting as incorporators of a corporation organized under the laws of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation is H2 Plus, Inc.

ARTICLE II
INITIAL PRINCIPAL OFFICE

The mailing address of the corporation's initial principal office is:

P O Box 111058
Naples, Florida 34108

ARTICLE III
SHARES

The total number of shares which the corporation shall have authority to issue is 600 shares of \$1.00 par value stock. The stock shall be deemed section 1244 stock for Internal Revenue Service purposes.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is Six Hundred Dollars (\$600.00).

ARTICLE V
REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Donovan A. Smith
H2 Plus, Inc.
8717 River Homes Lane #207
Lee
Bonita Springs, FL 34135

ARTICLE VI
PURPOSE

The purpose of this corporation is to engage in any lawful activity permitted by the laws of the state of Florida.

ARTICLE VII
DIRECTORS and SUBSCRIBERS

The names and residence addresses of the persons constituting the initial board of directors are:

Name and Address	Shares	Amount
Donovan A. Smith 8717 River Homes Lane #207 Bonita Springs, FL 34135	180	\$180.00
John L. Garrison 408 East 15 th Street El Dorado, AR 71730	180	\$180.00
Fitzroy Johnson 5309 Eagle Cay Court Coconut Creek, FL 33073	240	\$240.00

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VIII

LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchase or redemption or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

ARTICLE IX

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE X

AMENDMENTS

These Articles of Incorporation may be amended and approved by the Board of Directors at a stockholders' meeting by a majority vote of the stockholders of record.

ARTICLE XI

OTHER PROVISIONS

Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any other director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Stock Transfer Restriction. No shareholder of this corporation shall sell any shares of stock held by him or her in this corporation without first offering to sell such stock to the corporation on the same terms and conditions and at the price offered in good faith and in writing, by any proposed purchaser. The written offer by such proposed purchaser shall be delivered to the corporation at the time the stock is offered to the corporation for sale. The corporation shall have the right to accept the offer any time within thirty (30) days from and after the date on which the offer is made to the shareholder and shall exercise

the option to purchase by notifying the shareholder in writing. If the corporation shall not exercise its option to purchase the shares of stock, it shall notify the shareholder in writing within the thirty (30) day period and the shares may then be sold by the shareholder, but only to the proposed purchaser on the same terms and conditions as offered to the corporation, and within thirty (30) days from and after the date on which the corporation declines to exercise its option.

Corporate Seal. The corporation shall have no corporate seal.

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.


Donovan A. Smith


John L. Garrison

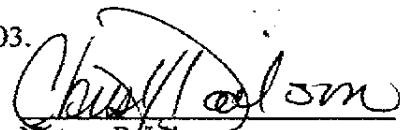

Fitzroy Johnson

State of Florida
County of Collier

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Donovan A. Smith, John L. Garrison and Fitzroy Johnson, who are personally known by me to be the executors of these Articles of Incorporation.

WITNESS my hand and seal this 04 day of November 2003.

My commission expires:


Notary Public



CHRISTY DAVIDSON
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD206345
EXPIRES 05/14/2007
BONDED THRU 1-888-NOTARY1

***CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT AND REGISTERED OFFICE***

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent in the State of Florida:

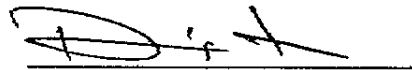
1. The name of the corporation is H2 Plus, Inc.
2. The name and address of the registered agent and office of the corporation is:

Donovan A. Smith
H2 Plus, Inc.
8717 River Homes Lane #207
Lee County
Bonita Springs, FL 34135
239-825-1437

Dated this 04 day of November, 2003


H2 Plus, Inc.

By:


Donovan A. Smith

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated this 04 day of November, 2003


Donovan A. Smith
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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