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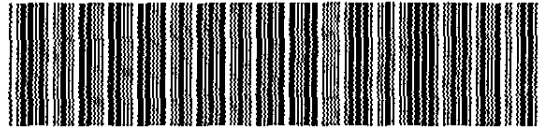
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LAW OFFICES OF
TERRENCE F. LENICK, P.A.

**PROFESSIONAL ASSOCIATION
ATTORNEY AT LAW**

Location 9200 Bonita Beach Road, Suite 208
Bonita Springs, Florida 34135

Mailing Address P.O. Box 430
Bonita Springs, Florida 34133

Telephone: 239-948-3900

Facsimile: 239-948-3902

October 29, 2003

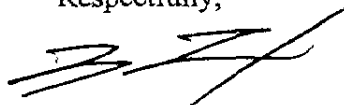
Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Michael Nunn
All About Water, Inc.

Dear Sir/Madam:

Enclosed are an original and one (1) copy of the Articles of Incorporation for the above-referenced corporation. Also enclosed please find check number 1771 in the amount of \$70.00 representing the fee to file same. Please file the Articles and return one stamped copy to me at the above-address. Thank you for your assistance in this matter.

Respectfully,



Terrence F. Lenick

TFL:dc
Enclosure

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TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

November 5, 2003

TERRENCE F. LENICK, ESQ.
POST OFFICE BOX 430
BONITA SPRINGS, FL 34133

SUBJECT: ALL ABOUT WATER, INC.
Ref. Number: W03000032758

We have received your document for ALL ABOUT WATER, INC. and your check(s) totaling \$70.00. 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.

An effective date may be added to the Articles of Incorporation **if a 2004 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

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) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 603A00060445

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

ALL ABOUT WATER SYSTEMS, INC.

Articles of Incorporation executed by the undersigned for the purpose of forming a corporation under the Florida Business Corporation Act.

ARTICLE I - NAME

The name of this Corporation shall be **ALL ABOUT WATER SYSTEMS, INC.**

ARTICLE II - DURATION AND PRINCIPAL OFFICE

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law. The principal office is 11000 Metro Parkway, Suite 40, Fort Myers, Florida 33912, which shall be the corporation mailing address.

ARTICLE III - PURPOSE

The general purpose for which this corporation is initially organized shall be the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida, including but not limited to the sale of water systems. In carrying out the foregoing purposes, the Corporation shall have all of the common law and statutory powers and duties of a Corporation for profit under the laws of the State of Florida, except as limited or modified by these Articles or By-Laws.

ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

| <u>Number of Shares</u> <u>Authorized</u> | <u>Par Value</u> <u>Per Share</u> | <u>Class of</u> <u>Stock</u> |
|--|--------------------------------------|---------------------------------|
| 1000 | \$1.00 | Common |

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors in the Corporation.

ARTICLE V - REGISTERED AGENT

The initial registered office of this Corporation shall be at 11000 Metro Parkway, Suite 40, Fort Myers, Florida, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Michael Nunn.

ARTICLE VI - DIRECTORS

This Corporation shall have at least one (1) Director, with the exact number to be fixed by the By-Laws. The name and address of the first Director of the Corporation, who shall hold office for the first year or until successors are duly elected and qualified, shall be: Kimberley Nunn.

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is Kimberley Nunn at 4465 Varsity Lakes Drive, Lehigh Acres, Florida 33971.

ARTICLE VIII - PRIVATE PROPERTY OF STOCKHOLDERS

The private property of the stockholders shall not be subject to payment of the corporate debts in any extent.

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify and insure its officers and Directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 1st day of December 2003

Signed, Sealed and Delivered
in the Presence of:

ALL ABOUT WATER SYSTEMS, INC.

Sign
Print

Terry Lenick
TERRY LENICK

Kimberley Nunn
Kimberley Nunn INCORPORATOR

Sign
Print

Martha G. Luke
MARTHA G LUKE

STATE OF FLORIDA

)

) ss

COUNTY OF LEE

)

The foregoing Articles of Incorporation was acknowledged before me this 1st day of
December 2003 by Kimberley Nunn who is personally known to me and who did take an oath.

WITNESS my hand and official seal in the State and County aforesaid this 1st day of
December 2003



Terrence F. Lenick
Commission #DD174795
Expires: Dec 30, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

(SEAL ABOVE)

Terrence F. Lenick
Terrence F. Lenick, Esq.
Notary Public, State of Florida
Commission No. _____

ACCEPTANCE BY REGISTERED AGENT
FOR
ALL ABOUT WATER SYSTEMS, INC.

I, Michael Nunn, the Registered Agent appointed by the above and foregoing Articles of Incorporation, do hereby simultaneously accept such designation as Registered Agent for said Corporation and I do hereby further state that I am familiar with and accept the obligation provided for a Registered Agent in Chapters 607.0501 and 607.0505 of the Florida Statutes.

DATED this 1st day of December 2003.


MICHAEL NUNN, Registered Agent

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TALLAHASSEE FLORIDA