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(Requestor's Name)

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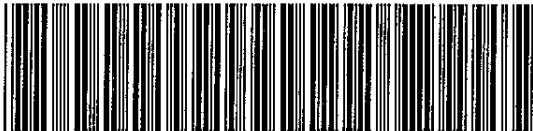
(Business Entity Name)

(Document Number)

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JOSEPH P. HOFFMAN ESQ.
1415 DEAN STREET SUITE 110
FT. MYERS, FLORIDA 33901
(239) 693-1991

DATE: January 30, 2004

TO: SECRETARY OF STATE
DIVISION OF CORPORATIONS
POST OFFICE 6327
TALLAHASSEE, FL 32314

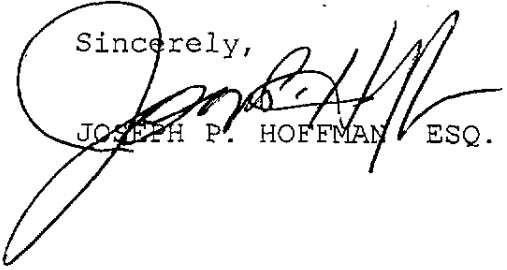
Please find enclosed the the Article of Incorporation of Goodrich Water Conditioning, Inc.

I have enclosed a check for \$ 70.00 to cover the cost of Filing Fees and Registered Agent Designation.

Please send the registration documents to me at the above address.

Thank you for your consideration of this matter.

Sincerely,


JOSEPH P. HOFFMAN ESQ.

ARTICLES OF INCORPORATION

OF

GOODRICH WATER CONDITIONING, INC.

(A FLORIDA CORPORATION)

The undersigned hereby petition for the formation of a corporation under the laws of the State of Florida, with and under the following charter:

ARTICLE I

The name of this corporation shall be GOODRICH WATER CONDITIONING, INC.

ARTICLE II

The general nature of the business to be transacted shall be sales, service, and installation of water conditioning and to otherwise engage in any activity or business permitted under the Laws of the United States of America and this State.

ARTICLE III

The authorized capital stock of this corporation shall consist of 1000 shares of common stock at \$ 1.00 per value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. On dissolution or liquidation of the corporation, the holders of stock shall be entitled to distribution ratable as their holdings may appear upon the stock record of the corporation.

ARTICLE IV

The corporation shall have perpetual existence.

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TALLAHASSEE, FLORIDA

ARTICLE V

The business of this corporation shall be managed by a Board of Directors consisting of two or more members, as may be provided by the by-laws.

ARTICLE VI

The names and post office address of the first Board of Directors of this corporation, who, subject to the provisions of these Articles, the By-Laws of this Corporation, and the Laws of the State of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected and have qualified, are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
DAVID GOODRICH	President –	19680 LITTLE LANE, ALVA, FL. 33920
DAWN GOODRICH	Vice-President –	SAME AS ABOVE
DAVID GOODRICH	Secretary –	SAME AS ABOVE
DAVID GOODRICH	Treasurer –	SAME AS ABOVE

ARTICLES VII

The Registered Agent for the purpose of complying with Florida Law shall be DAVID GOODRICH. The registered post office address of this corporation shall be 19680 LITTLE LANE, ALVA, FL. 33920.

ARTICLES VIII

The post office address of the principal office of this corporation until otherwise determined by the stockholders or Board of Directors shall be 19680 LITTLE LANE, ALVA, FLORIDA 33920 and branch offices may be maintained at such places in the State of Florida, and in the United States of America and in foreign countries as may from time to time be authorized by the stockholders of Board of Directors of this corporation.

ARTICLES IX

The names and post office addresses of the Subscribers of these Articles of Incorporation and the number of shares of the capital stock of this corporation subscribed by the said Subscribers of these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
DAVID GOODRICH	19680 LITTLE LANE, ALVA FLORIDA	200

ARTICLE X

The regulations of conduct of the affairs of this corporation, the issuance of certificates of capital stock of this corporation, the voting rights of the holders of the shares of the capital stock of this corporation, are vested in the shareholders.

IN WITNESS WHEREOF, the undersigned subscribers have hereunto set their hands and seals in the City of Fort Myers, County of Lee, State of Florida this 30 day of January, 2004.



PRESIDENT/DAVID GOODRICH

STATE OF FLORIDA

COUNTY OF LEE

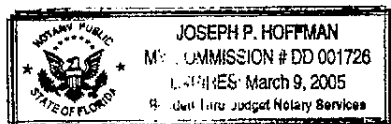
BEFORE ME, the undersigned authority, personally appeared DAVID GOODRICH, who, being by me first duly sworn, says that he is one of the subscribers to the foregoing Articles of Incorporation, said Articles were signed in good faith and it is intended in good faith to carry out the purposes and objects set forth herein.

WITNESS my hand and seal this 30 day of January, 2004.



NOTARY PUBLIC

My Commission Expires:



CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

.....
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance
with said act:

FIRST; That GOODRICH WATER CONDITIONING, INC. desiring to organize under
the Laws of the State of Florida with its principal office, as indicated in the Articles of
Incorporation at 19680 LITTLE LANE, ALVA, FLORIDA 33920, County of Lee, State
of Florida, has named DAVID GOODRICH, located at 19680 LITTLE LANE, ALVA,
FLORIDA 33920 County of Lee, State of Florida, as its agent to accept service of
process within the State.

ACKNOWLEDGMENT;

Having been named to accept service of process for the above state corporation, at
place 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.

By: 
DAVID GOODRICH
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE FLORIDA