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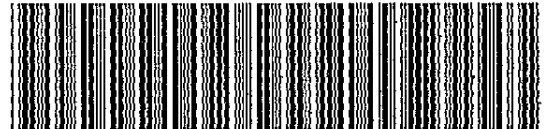
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB 1-11-06

K E N N E T H B. E V E R S

**PROFESSIONAL ASSOCIATION
ATTORNEY AT LAW
424 WEST MAIN STREET
WAUCHULA, FLORIDA**

KENNETH B. EVERS
E-MAIL: everspa@earthlink.net

**TELEPHONE: (863) 773-5600
FACSIMILE: (863) 773-0952**

**REPLY TO: P.O. DRAWER 1308
WAUCHULA, FLORIDA 33873-1308**

January 3, 2006

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Attention: Cynthia Blalock

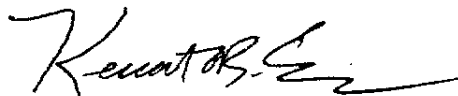
Re: Max Water Systems, Inc.

Dear Ms. Blalock:

Enclosed please find an original and one copy of the Articles of Incorporation, as well as a copy of your letter dated December 27, 2005, in connection with the above-referenced corporation.

Thank you for your kind assistance and should you need anything further, please do not hesitate to call.

Sincerely,



Kenneth B. Evers

KBE/cm

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 27, 2005

KENNETH B. EVERS, ESQ.
P.O.DRAWER 1308
WAUCHULA, FL 33873-1308

SUBJECT: MAX ENVIRONMENTAL, INC.
Ref. Number: W05000056312

We have received your document for MAX ENVIRONMENTAL, INC. and your check(s) totaling \$78.75. 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 2006 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) 245-6925.

Cynthia Blalock
Document Specialist
New Filing Section

Letter Number: 305A00073403

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MAX WATER SYSTEMS, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is **MAX WATER SYSTEMS, INC.**

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purpose for which the corporation is organized is any business authorized by Florida Statutes and permitted by law.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is one hundred (100) shares. Such shares shall be of a single class, and shall have a par value of Ten and no/100ths Dollars (\$10.00) per share.

ARTICLE FIVE

The street address of the initial principal office and mailing address of the corporation is 4172 Sasser Road, Zolfo Springs, Florida 33890. The name of the registered agent at such address is **RAY McCLELLAN**.

ARTICLE SIX

Pursuant to authority of Chapter 607.0732(1), Florida Statutes, or as it may hereafter be amended, the corporation shall have no board of directors, and all of the corporate power shall be exercised by, and the balance and affairs of the corporation shall be managed under the direction of the stockholders. The stockholders shall have the power and authority to adopt and to amend the bylaws of the corporation and to determine consideration for the issuance or disposition of any share.

ARTICLE SEVEN

The name and address of the shareholders and the number of shares of stock each agrees to take and the value of the consideration therefor are:

Name	Address	Shares	Consideration
Ray McClellan	4172 Sasser Road Zolfo Springs, Florida 33890	100	\$1,000.00

ARTICLE EIGHT

The name and address of the incorporator is **RAY McCLELLAN**, 4172 Sasser Road, Zolfo Springs, Florida 33890.

ARTICLE NINE

The initial officers of the corporation and their addresses are:

Name	Address	Office
Ray McClellan	4172 Sasser Road Zolfo Springs, Florida 33890	President/ Secretary/ Treasurer

ARTICLE TEN

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the stockholders by a majority of the stockholders at a meeting held for that purpose.


EXECUTED by the undersigned at Wauchula, Hardee County, Florida, this 3
day of January, 2006.

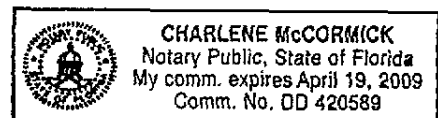

RAY McCLELLAN

STATE OF FLORIDA :
COUNTY OF HARDEE :

I HEREBY CERTIFY that on this day before me, personally appeared **RAY McCLELLAN**, incorporator of **MAX WATER SYSTEMS, INC.**, who acknowledged before me the execution of the foregoing Articles of Incorporation for the uses and purposes therein set forth.

SWORN to and subscribed before me this 3 day of January, 2006.


Notary Public



ACCEPTANCE

I certify that I am a permanent resident of Hardee County, Florida, residing at the place indicated above. I hereby accept the foregoing designation as Registered Agent of MAX WATER SYSTEMS, INC., this 3 day of January, 2006.


RAY McCLELLAN

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA