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February 14, 1995

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Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Gates Marketing Group, Inc.

Dear Sir:

Enclosed please find Articles of Incorporation in regard to the above-referenced corporation, together with a check in the amount of \$122.50 which represents the filing fee.

Thank you for your assistance in this matter.

Sincerely,


Sandra A. Sutliff

SAS:dw
Enclosures

FILED
95 FEB 21 AM 8:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*File
2-23*

**ARTICLES OF INCORPORATION
OF
GATES MARKETING GROUP, INC.**

FILED

95 FEB 21 AM 8:15

The undersigned, for the purposes of forming a corporation under the Florida Corporation Act hereby adopts the following Articles of Incorporation:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE ONE
NAME**

The name of the corporation is Gates Marketing Group, Inc.

**ARTICLE TWO
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE THREE
PURPOSE**

The general purposes for which the corporation is organized are the wholesale and retail sales of water, air and emission purification systems and to transact any other lawful business for which corporations may be incorporated under the laws of the State of Florida.

**ARTICLE FOUR
CAPITAL STOCK**

The maximum number of shares which the corporation has authority to issue is 100, all of which shall be common shares with a par value of \$1.00 each.

**ARTICLE FIVE
REGISTERED OFFICE**

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

Raymond A. Gates
3134 Yukon Drive
Port Charlotte, Florida 33948

The principal office address of the corporation is the same as the registered office.

ARTICLE SIX
DIRECTORS

The Board of Directors of the corporation shall consist of not more than two (2) members. The method of election of directors shall be as stated in the By-Laws.

The names and addresses of the initial Board of Directors are:

Raymond A. Gates	3134 Yukon Drive Port Charlotte, Florida 33948
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Barbara A. Gates	3134 Yukon Drive Port Charlotte, Florida 33948
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After the corporate existence begins, an organization meeting of directors named herein shall be held at the call of the majority, to adopt By-Laws, elect officers, and transact other necessary business.

The Articles of Incorporation may be amended from time to time by resolution of the Board of Directors or by meeting of the shareholders pursuant to the procedures for amendment established under the Florida General Business Corporation Act. The procedural formalities may be dispensed with upon the written consent of all shareholders and all directors.

ARTICLE SEVEN
INCORPORATOR

The name and address of the Incorporator is:

Raymond A. Gates	3134 Yukon Drive Port Charlotte, Florida 33948
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20th IN WITNESS WHEREOF, I have hereunto subscribed my name this day of February, 1995.


RAYMOND A. GATES

STATE OF FLORIDA

COUNTY OF CHARLOTTE

On this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared RAYMOND A. GATES, who is personally known to me/~~who has~~ produced social card as identification, and whose name is subscribed to the within

instrument, and acknowledged that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 20th day of February, 1995.

Diana E Wittich
Print Name:
Notary Public-State of Florida

My Commission Expires: 9/1/97



DIANA E WITTICH
My Commission CG312638
Expires Sep. 01, 1997
Bonded by HAI
800-422-1535

I HEREBY am familiar with and accept the duties and responsibilities as Registered Agent for Gates Marketing Group, Inc.

DATED this 20th day of February, 1995.

Raymond A. Gates
RAYMOND A. GATES

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA