

LAW OFFICES OF
KEANE MURPHY & HOUGH
A LAW PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

GEORGE B. HOUGH, JR., P.A.
GREGORY G. KEANE, P.A.
BOARD CERTIFIED TAX LAWYER
BOARD CERTIFIED WILLS, TRUSTS
AND ESTATES LAWYER
FRANK P. MURPHY, P.A.
BOARD CERTIFIED WILLS, TRUSTS
AND ESTATES LAWYER

STUART PROFESSIONAL CENTER
900 E. OCEAN BOULEVARD, SUITE 244
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TEL. (407) 286-0000
FAX (407) 221-9028

NAPLES OFFICE
800 LAUREL OAK DRIVE, SUITE 301
NAPLES, FLORIDA 33963
(813) 866-7076

March 8, 1995

Florida Secretary of State
Division of Corporations
P.O. Box 2531
Tallahassee, FL 32304

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-03/09/95--01070--019
+++122.50 +++122.50

P95000019811

RE: Articles of Incorporation of Water Treatment Systems, Inc.

Dear Sir:

Enclosed please find an original and one (1) copy of the Articles of Incorporation of Water Treatment Systems, Inc. If everything seems to be in order, please file the original and conform the enclosed copy and provide to the undersigned, along with the Certification document confirming the corporation's new number in the UPS Overnight Envelope provided herein.

Also enclosed is a check payable to the Secretary of State in the amount of \$122.50 to cover the filing fee for this corporation.

If you have any questions, please do not hesitate to contact me.

Sincerely,

KEANE MURPHY & HOUGH

Greg Keane
Gregory G. Keane

GGK/daf
Enclosures

Sent via UPS Overnight Delivery
(to and from Tallahassee)

FILED
MAR -9 PM 2:59
TALLAHASSEE, FL

3/10/95
P95-19811

ARTICLES OF INCORPORATION
OF
WATER TREATMENT SYSTEMS, INC.

FILED
1985 MAR -9 PM 2:59
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

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 **WATER TREATMENT SYSTEMS, INC.**

ARTICLE TWO

The duration of the Corporation is perpetual.

ARTICLE THREE

The general purposes for which the Corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

The aggregate number of shares which the Corporation is authorized to issue is One Hundred (100). Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE FIVE

The street address of the principal office of the Corporation is 851 Eller Drive, P.O. Box 13079, Fort Lauderdale, Florida 33316. The initial registered office of the Corporation is 900 E. Ocean Boulevard, Suite 244, Stuart, Florida, 34994, and the name of its initial registered agent at such address is Gregory G. Keane.

ARTICLE SIX

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The name and address of the persons who are to serve as the

members of the initial Board of Directors are:

CLIFF BERRY, SR.
815 Eller Drive
P.O. Box 13079
Ft. Lauderdale, FL 33316

ARTICLE SEVEN

The Corporation shall indemnify any present or former officers or directors, or persons exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE EIGHT

The power to adopt, alter, amend or repeal the By-laws shall be vested in the Board of Directors or the Shareholders, but the Board of Directors may not alter, amend or repeal any By-laws adopted by the Shareholders if the Shareholders provide that the By-laws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE NINE

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the Corporation outstanding, in any regular meeting of the Shareholders or at any special meeting of the Shareholders called for that purpose.

ARTICLE TEN

The name and address of the Incorporator is:

DAVID BURNETT
815 Eller Drive
P.O. Box 13079
Ft. Lauderdale, FL 33316

The foregoing Articles of Incorporation for WATER TREATMENT SYSTEMS, INC., has been executed by the undersigned at Fort Lauderdale, Florida, this 7th day of MARCH, 1995.



DAVID BURNETT, Incorporator

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing Articles of Incorporation for WATER TREATMENT SYSTEMS, INC., was acknowledged before me this 7 day of MARCH, 1995, by DAVID BURNETT, who is personally known to me or who has produced _____ as identification and who did not take an oath.

Suzanne E. Baer
Notary Public, State of Florida
Print Name: Suzanne E. Baer
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for WATER TREATMENT SYSTEMS, INC. at the place designated in the Articles of Incorporation, GREGORY G. KEANE, agrees to act in this capacity, and agrees to comply with the provisions of Section 49.091 relative to keeping open such office.

Date: 3/8/95

Gregory G. Keane
GREGORY G. KEANE

FILED
1995 MAR -9 PM 2:59
TOLSON

P95000019811

KEANE MURPHY & HOUGH
A LAW PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

GEORGE B. HOUGH, JR., P.A.
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NAPLES OFFICE
800 LAUREL OAK DRIVE, SUITE 301
NAPLES, FLORIDA 34108
(941) 566-7076

December 6, 1996

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

500002027655--1
-12/12/96--01085--018
*****87.50 *****87.50

RE: Articles of Amendment to the Articles of Incorporation of
Water Treatment Systems, Inc.

Dear Sir:

Enclosed please find an original and one (1) copy of the Articles of Amendment to the Articles of Incorporation of Water Treatment Systems, Inc. If the enclosed documentation is in order, please file the original and conform the enclosed copy and provide to the undersigned, along with the Certification document confirming the corporation's new Amendment.

Also enclosed is a check payable to the Secretary of State in the amount of \$87.50 to cover the filing fee for the enclosed Amendment and Certification.

If you have any questions, please do not hesitate to contact me.

Sincerely,

KEANE MURPHY & HOUGH


Gregory G. Keane

GGH/dm
Enclosures
cc: Mr. David Burnett

FILED
96 DEC 12 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SH 12/23
NC

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
WATER TREATMENT SYSTEMS, INC.**

FILED
96 DEC 12 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Article I of the Articles of Incorporation of Water Treatment Systems, Inc.
is amended to read as follows:

ARTICLE I - NAME

The name of the corporation is:

C-2 Enterprises, Inc.

2. The foregoing Amendment was adopted by the Shareholders of this
corporation on OCT. 1ST, 1996.

IN WITNESS WHEREOF, the undersigned President and Secretary of this
corporation have executed these Articles of Amendment on the FIRST day of
OCTOBER, 1996.

Kathy L. Dally
Witness

CLIFF BERRY, II
CLIFF BERRY, II, President

Jacque Harvey
Witness

Kathy S. Doby
Witness

David Burnett
DAVID BURNETT, Secretary

Jackie Hawley
Witness

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 1ST day of OCTOBER, 1996, by Cliff Berry, II, President of Water Treatment Systems, Inc., a Florida corporation, on behalf of the corporation, who is personally known to me and who did take an oath.



MARSHA M. LUTZ
My Comm. Exp. 3/16/98
Bonded By Service Inc
No. 00388783
(Fingerprint) (Initials)

Marsha M. Lutz
Notary Public, State of Florida
Print Name: MARSHA M. LUTZ
My Commission Expires: 3-16-98

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 1ST day of OCTOBER, 1996, by David Burnett, Secretary of Water Treatment Systems, Inc., a Florida corporation, on behalf of the corporation, who is personally known to me and who did take an oath.



MARSHA M. LUTZ
My Comm. Exp. 3/16/98
Bonded By Service Inc
No. 00388783
(Fingerprint) (Initials)

Marsha M. Lutz
Notary Public, State of Florida
Print Name: MARSHA M. LUTZ
My Commission Expires: 3-16-98

CliffBerry\WTS\SLAMD\daf