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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

S & S WATER CONDITIONING, INC.

WE, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I.

NAME

The name of this corporation shall be:

S & S WATER CONDITIONING, INC.

ARTICLE II.

GENERAL NATURE OF BUSINESS

The corporation may engage in any activity or business authorized and permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III.

CAPITAL STOCK

The total number of shares of capital stock which may be issued by this corporation is seven thousand five hundred (7,500) shares of par value of one dollar (\$1.00) per share, all of which shall be common stock and shall be fully paid and non-assessable. All such stock shall be payable in cash, property, labor, or services at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV.

AMOUNT OF CAPITAL TO BEGIN BUSINESS WITH

The amount of capital with which this corporation shall commence business is five hundred dollars (\$500).

ARTICLE V.

PRINCIPLE PLACE OF BUSINESS

The principal place of business of said corporation shall be at 2706 Derbyshire Avenue, Lakeland, Florida, with the privilege of having branch offices at any other place within or without of the State of Florida.

ARTICLE VI.

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VII.

NUMBER OF DIRECTORS

This corporation shall have two (2) director(s).

ARTICLE VIII.

DIRECTORS

The name and street address of the first Board of Director(s) of this corporation who shall hold office for the first year, or until successor(s) are chosen, shall be:

Steven R. Wyma	2706 Derbyshire Avenue Lakeland, Florida 33803
Steven A. Rheaume	2618 Derbyshire Avenue Lakeland, Florida 33803

ARTICLE IX.

SUBSCRIBERS

The names and addresses of each subscriber are as follows:

Steven R. Wyma	2706 Derbyshire Avenue Lakeland, Florida 33803
Steven A. Rheaume	2618 Derbyshire Avenue Lakeland, Florida 33803

ARTICLE X.

REGISTERED OFFICE: REGISTERED AGENT

The initial street address of the corporation's principal office and registered office is 2706 Derbyshire Avenue, Lakeland, Florida 33803, and the name of its initial registered agent at such address is Steven R. Wyma.

ARTICLE XI.

DISSOLUTION

The corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least one-half ($\frac{1}{2}$) of the outstanding shares of the corporation entitled to vote thereon. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

ARTICLE XII.

DATE OF CORPORATE EXISTENCE.

The date of corporate existence shall be the date of subscription and acknowledgment, as appears on these Articles of Incorporation.

ARTICLE XIII.

AMENDMENT

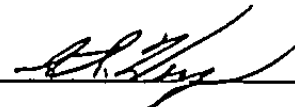
These Articles of Incorporation may be amended in any manner now or hereafter provided by law and all rights conferred upon the stockholders hereunder are granted subject to this reservation.

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ARTICLE XIV.

No contract or other transaction between the corporation and any other corporation, association, person or firms, in the absence of fraud, shall be affected, invalidated, voided or voidable because one or more of the directors or officers or stockholders of the corporation is or are interested in such contract or transaction as a director or officer or stockholder of the other corporation, or association or otherwise individually or jointly a party to any such contract or transaction with this corporation, or in which this corporation is interested; and no director or officer of this corporation shall incur any liability by reason of the fact that he is or may be interested in any such contract or transaction. A director of the corporation may vote upon any such contract or other transaction between the corporation and any officer, director or stockholder thereof or any corporation, association, person or firm in which such officers, directors or stockholders are interested, including the director creating such vote.

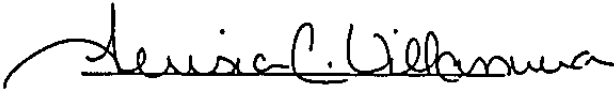
IN WITNESS WHEREOF, I, STEVEN R. WYMA, the undersigned
incorporator of this corporation have executed these Articles of
Incorporation at Lakeland, Florida, on the 1st day of
November, 1996.


STEVEN R. WYMA

STATE OF FLORIDA
COUNTY OF POLK

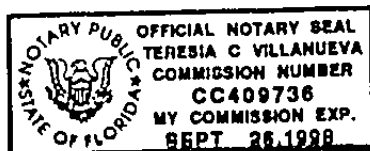
I HEREBY CERTIFY that on this day, before me, an officer
authorized in the state and county named above to take
acknowledgments, personally appeared STEVEN R. WYMA, known to be
the person described as subscriber in and who executed the
foregoing Articles of Incorporation, and he acknowledged before
me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the county and state
last aforesaid, this 1st day of November, 1996.


NOTARY PUBLIC

My commission expires:

(AFFIX NOTARIAL SEAL)



IN WITNESS WHEREOF, I, STEVEN A. RHEAUME, the undersigned
incorporator of this corporation have executed these Articles of
Incorporation at Lakeland, Florida, on the 1st day of
November, 1996.

Steven A. Rheaume

STEVEN A. RHEAUME

STATE OF FLORIDA

COUNTY OF POLK

I HEREBY CERTIFY that on this day, before me, an officer
authorized in the state and county named above to take
acknowledgments, personally appeared STEVEN A. RHEAUME, known to
be the person described as subscriber in and who executed the
foregoing Articles of Incorporation, and he acknowledged before
me that he subscribed to those Articles of Incorporation.

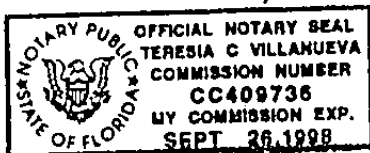
WITNESS my hand and official seal in the county and state
last aforesaid, this 1st day of November, 1996.

Teresa C. Villanueva

NOTARY PUBLIC

My commission expires:

(AFFIX NOTARIAL SEAL)



FILED

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SECRET
TALLAHASSEE, FLORIDA


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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA
STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT S & S WATER CONDITIONING, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THAT LAWS OF
THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT
CITY OF LAKELAND, STATE OF FLORIDA, HAS STEVEN R. WYMA LOCATED AT
2706 DERBYSHIRE AVENUE, LAKELAND, FLORIDA 33803, CITY OF
LAKELAND, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF
PROCESS WITHIN FLORIDA.

SIGNATURE



TITLE

Director

DATE

11/1/96