

PA 9600096218
THE ACCOUNTING OFFICE
OF
SMALLEY & COMPANY, P.A.

A PROFESSIONAL ASSOCIATION
7651 APRILWOOD COURT, ORLANDO, FLORIDA 32819

TELEPHONE: (407) 363-1400

FAX: (407) 363-5599

November 15, 1996

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

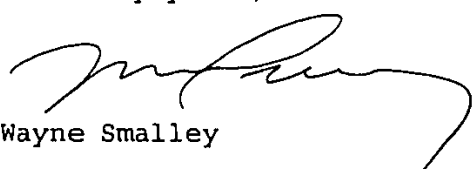
Re: Water Improvement Systems & Equipment, Inc.

Gentlemen:

Enclosed are the Articles of Incorporation for the above referenced proposed corporation; and, we enclose our check in the amount of \$ 70.00 in payment of the Corporate Filing Fee and Registered Agent Designation for this proposed corporation.

Please send the acceptance documentation to our office at the address above.

Sincerely yours,


Wayne Smalley

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
WATER IMPROVEMENT SYSTEMS & EQUIPMENT, INC.

ARTICLE I

NAME

The name of this corporation shall be Water Improvement Systems & Equipment, Inc.

ARTICLE II

PURPOSE

This corporation is formed for the purpose of transacting any and all lawful business for which corporations may become incorporated in the State of Florida.

ARTICLE III

DURATION

This corporation shall commence business on the day of the acceptance of these Articles of Incorporation and shall exist perpetually unless sooner dissolved according to law.

ARTICLE IV

PRINCIPAL OFFICE

The principal place of doing business and mailing address of this corporation shall be:

1001 Campher Lane, Deland, FL 32720

ARTICLE V

SHARES

This corporation shall be authorized to have 7,500 shares of \$ 1.00 Par Value Common Stock outstanding at any one time.

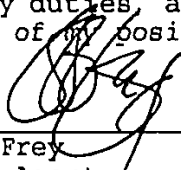
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent of this corporation is:

Robert H. Frey, 1001 Campher Lane, Deland, FL 32720

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Robert H. Frey
Registered Agent

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially; however, that number may be changed from time to time by the By-Laws. The names and addresses of the initial directors are:

Robert H. Frey, 1001 Campher Lane, Deland, FL 32720

Charles R. Duke, 708 Lismore, Smyrna, GA 30080

Edward D. Morris, 905 Caitlin Point, Longwood, FL 32750

ARTICLE VIII
INITIAL OFFICERS

The initial officers of this corporation are:

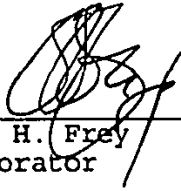
President:	Robert H. Frey 1001 Campher Lane Deland, FL 32720
Vice-President:	Charles R. Duke 708 Lismore Smyrna, GA 30080
Secretary:	Edward D. Morris 905 Caitlin Point Longwood, FL 32750

ARTICLE IX
INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Robert H. Frey, 1001 Campher Lane, Deland, FL 32720

The undersigned incorporator has executed these Articles of Incorporation this 14 day of November, 1996.



Robert H. Frey
Incorporator

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TALLAHASSEE, FLORIDA