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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 JUN 18 AM 10:58

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

Re WAT-CON SYSTEMS INC.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$ 122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

700002215457--2  
-06/18/97--01031--002  
\*\*\*122.50 \*\*\*122.50

  
Alexander Suarez

6-15-97  
Date

MAILING ADDRESS OF CORPORATION		
1704 SHOALS COURT		
VENICE, FL 34293		
PHONE		
( 941 )	497-4865	
Area Code	Number	Ext.

RP  
6-18-97

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**ARTICLES OF INCORPORATION  
FOR**

**WAT-CON SYSTEMS INC.**

THE UNDERSIGNED SUBSCRIBER TO THE ARTICLES OF INCORPORATION,  
A NATURAL PERSON COMPETENT TO CONTRACT, HEREBY FORM A CORPORATION  
UNDER THE LAWS OF THE STATE OF FLORIDA.

**ARTICLE I. NAME**

THE NAME OF THE CORPORATION SHALL BE:

**WAT-CON SYSTEMS INC.**

THE PRINCIPAL PLACE OF BUSINESS OF THIS CORPORATION SHALL BE:

**1704 SHOALS COURT  
VENICE, FL 34293**

**ARTICLE II. NATURE OF BUSINESS**

THIS CORPORATION MAY ENGAGE OR TRANSACT IN ANY OR ALL LAWFUL  
ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED  
STATES, THE STATE OF FLORIDA OR ANY OTHER STATE, TERRITORY OR  
NATION.

**ARTICLE III. CAPITAL STOCK**

THE TOTAL NUMBER OF SHARES OF STOCK THAT THIS CORPORATION  
IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS SEVEN  
THOUSAND FIVE HUNDRED ( 7,500 ) COMMON SHARES HAVING A PAR  
VALUE OF \$1.00 PER SHARE.

**ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT**

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IN SARASOTA COUNTY, FLORIDA, AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS ARE AS FOLLOWS:

**NAME AND ADDRESS**

ALEXANDER SUAREZ  
1704 SHOALS COURT  
VENICE, FL 34293

**ARTICLE V. TERM OF EXISTENCE**

THE TERM OF EXISTENCE OF THE CORPORATION SHALL BE PERPETUAL.  
CORPORATE EXISTENCE SHALL BEGIN IMMEDIATELY UPON FILING APPROVAL.

**ARTICLE VI. SPECIAL PROVISION**

IT IS THE INTENT OF THE INCORPORATOR THAT THE CORPORATION WILL QUALIFY UNDER SECTION 1244 OF THE INTERNAL REVENUE SERVICE CODE. THE INCORPORATOR PLANS TO FILE UNDER SUBCHAPTER "S" WITH THE IRS.

**ARTICLE VII. INCORPORATOR**

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION IS:

ALEXANDER SUAREZ  
1704 SHOALS COURT  
VENICE, FL 34293

**ARTICLE VIII. DIRECTOR(S)**

THE NAMES AND ADDRESS OF THE PERSONS WHO SHALL SERVE AS THE INITIAL DIRECTORS OF THE CORPORATION UNTIL THE FIRST ANNUAL MEETING OF THE SHAREHOLDER(S) OR UNTIL A SUCCESSOR IS DULY ELECTED AND QUALIFIED IS AS FOLLOWS:

**NAME AND STREET ADDRESS**

ALEXANDER SUAREZ AND JUDY SUAREZ  
1704 SHOALS COURT  
VENICE, FL 34293

**ARTICLES IX. OFFICER(S)**

THE NAME(S) AND ADDRESS(ES) OF THE PERSON(S) WHO SHALL SERVE AS  
THE INITIAL OFFICER(S) OF THE CORPORATION IS HEREBY APPOINTED AS  
FOLLOWS:

**NAME(S) AND ADDRESS(ES)**

<b>ALEXANDER SUAREZ</b>	<b>JUDY SUAREZ, SECRETARY/TREASURER</b>
1704 SHOALS COURT	1704 SHOALS COURT
VENICE, FL 34293	VENICE, FL 34293

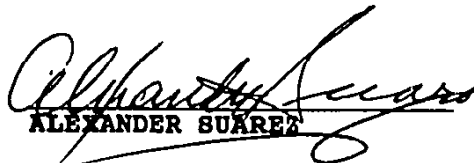
**ARTICLE X. SHAREHOLDER(S) MEETINGS AND CORPORATE BOOKS**

MEETINGS OF THE SHAREHOLDER(S) MAY BE HELD WITHIN OR WITHOUT  
THE STATE OF FLORIDA. THE BOOKS OF THE CORPORATION MAY BE KEPT  
OUTSIDE OF THE STATE OF FLORIDA AT SUCH PLACE OR PLACES AS MAY BE  
DESIGNATED FROM TIME TO TIME BY THE BOARD OF DIRECTORS.

**ARTICLE XI. AMENDMENTS OF ARTICLES**

THE CORPORATION RESERVES THE RIGHT TO AMEND, ALTER, CHANGE OR  
REPEAL ANY PROVISION CONTAINED IN THESE ARTICLES OF INCORPORATION,  
OR AMENDMENT HERETO, IN THE MANNER NOW OR HEREAFTER PRESCRIBED BY  
STATUE, AND ALL RIGHTS CONFERRED UPON SHAREHOLDERS HEREIN ARE  
GRANTED SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF, THE UNDERSIGNED, BEING THE INCORPORATOR  
HEREINBEFORE NAMED, FOR THE PURPOSE OF FORMING A CORPORATION  
PURSUANT TO THE FLORIDA GENERAL CORPORATION ACT, HAS EXECUTED  
THESE ARTICLES OF INCORPORATION THIS 15<sup>th</sup> DAY OF JUNE,  
1997.


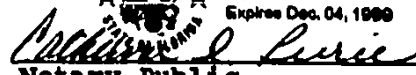
  
ALEXANDER SUAREZ

STATE OF FLORIDA  
COUNTY OF SARASOTA

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN  
THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED  
ALEXANDER SUAREZ.

KNOWN TO ME AND KNOWN TO THE PERSON WHO EXECUTED THE FOREGOING  
ARTICLES OF INCORPORATION, AND WHO ACKNOWLEDGED BEFORE ME THAT  
SHE EXECUTED THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO AFFIXED MY HAND AND SEAL,  
THE STATE AND COUNTY AFORESAID, THIS 16 DAY OF June, 1997.

  
CATHERINE PIERCE  
My Commission CC815377  
Expires Dec. 04, 1999  
  
Notary Public  
My Commission Expires: 12/4/99

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 JUN 18 AM 10: 58

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

Certificate of Registered Agent

of

WAT-CON SYSTEMS INC.  
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Pursuant to Florida Statutes Sections 48.091 and 607.034,  
the following is hereby submitted:

The above corporation, desiring to organize under the laws  
of the State Of Florida with its registered office as  
indicated in the Articles of Incorporation at:

1704 SHOALS COURT  
VENICE, FL 34293

has named ALEXANDER SUAREZ

located at the aforesaid address, as its Registered Agent  
to accept service of process within this state.

ACKNOWLEDGEMENT  
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Having been named to accept service of process for the above  
stated corporation at the place designated in this certificate,  
I hereby accept to act in this capacity, and agree to comply  
with the provisions of Florida Law in keeping open said office.

  
Alexander Suarez

Date: 6-15-97, 1997