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LAW OFFICE OF  
**RALPH P. RICHARD**  
6700 WINKLER ROAD  
SUITE 1  
FORT MYERS, FLORIDA 33919-7235

BOARD CERTIFIED CIVIL TRIAL LAWYER

FILED  
97 OCT 2 PM 12:12  
TALLAHASSEE, FLORIDA  
TELEPHONE (941) 462-8868  
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September 30, 1997

SECRETARY OF STATE  
Division of Corporations  
PO Box 6327  
TALLAHASSEE FL 32314

~~500002309575--0~~

Re: PureAqua, Inc.

S

Dear Sir or Madam:

500002309575--0  
-10/02/97--01007--011  
\*\*\*\*122.50 \*\*\*\*122.50

Enclosed herewith please find the following:

1. Original and one copy of the Articles of Incorporation for PureAqua, Inc., and the original of the Certificate Designating Resident Agent.

2. Check in the amount of \$122.50 payable to the Secretary of State for filing of the Articles of Incorporation (\$35.00), obtaining a certified copy (\$52.50), and filing the Designation of and Acceptance by Registered Agent (\$35.00).

Please certify and return to the undersigned the enclosed copy of the Articles of Incorporation. We have enclosed a self-addressed, stamped envelope for this purpose. Please note the provision under Article II stating that this corporation's existence shall commence on the date of execution of these Articles, which is September 27, 1997.

If you should have any questions, please contact the undersigned. Thank you for your assistance in this matter.

Very truly yours,

*Ralph P. Richard*  
RALPH P. RICHARD

RPR/dg  
Enclosures

P. 01-123000R

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ARTICLES OF INCORPORATION

of

PureAqua, Inc.

The undersigneds, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I - NAME AND ADDRESS

The name of this corporation is PureAqua, Inc., 13540 Brynwood Lane, Fort Myers, Florida 33912.

ARTICLE II - DURATION

The existence of this corporation shall be perpetual, and shall commence on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business which is permitted under the laws of the United States and the State of Florida, as these laws now exist and as they may exist in the future.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Six Hundred (600) shares of common stock at One Dollar (\$1.00) par value.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

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

Ralph P. Richard, Esquire  
6700 Winkler Road, Suite One  
FORT MYERS FL 33919

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FLORIDA

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall initially have three (3) directors. The number of directors may be either increased or decreased from time to time by an amendment of the Bylaws of the corporation in a manner provided by law, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Joseph E. Gargas	6316 Wisteria Lane Apollo Beach, FL 33572
Henry A. Morroni	13549 Brynwood Lane Fort Myers, FL 33912
Ralph P. Richard, Esquire	6700 Winkler Road, Suite One Fort Myers, FL 33919

#### ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Joseph E. Gargas	6316 Wisteria Lane Apollo Beach, FL 33572
Henry A. Morroni	13549 Brynwood Lane Fort Myers, FL 33912

#### ARTICLE VIII - AMENDMENT OF ARTICLES

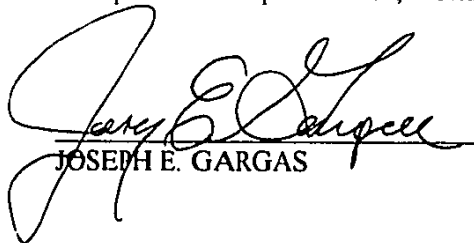
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

#### ARTICLE IX - INDEMNIFICATION

To the extent permitted by law, the corporation shall indemnify and hold harmless each person serving as an officer or director of the corporation, and each person who serves at the request of the corporation as a director or officer of any other corporation, from and against any all claims and liabilities to which such person shall become subject by reason of his being director or officer of this corporation, or by reason of any action alleged to have been taken or omitted by him as a director or officer. The corporation shall reimburse each person for all costs, legal and other expenses reasonably incurred by them in connection with any claim or liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which they may be lawfully entitled, nor shall anything therein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation at Apollo Beach, Florida this 27th day of September, 1997.

  
JOSEPH E. GARGAS

  
HENRY A. MORRONI

CERTIFICATE OF DESIGNATING PLACE OF BUSINESS OF 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 PureAqua, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Fort Myers, Lee County, Florida, has named Ralph P. Richard, Esquire, located at 6700 Winkler Road, Suite One, FORT MYERS, FL 33919, as its agent to accept service of process within Florida.

  
JOSEPH E. GARGAS

Title: Incorporator

Date: 9/27/97

  
HENRY A. MORRONE

Title: Incorporator

Date: 9/27/97

HAVING been named to accept service of process for the above-stated corporation, at the place designated in this certification, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
RALPH P. RICHARD, ESQUIRE

Date: 9/27/97

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97 OCT -2 PM 12:13  
CLERK OF STATE  
TALLAHASSEE, FLORIDA