



THE UNITED STATES
CORPORATION
COMPANY

P97000089566

ACCOUNT NO. : 072100000032

REFERENCE : 564033 82207A

AUTHORIZATION :

COST LIMIT : \$ PPD

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 OCT 16 AM 11:50

FILED

ORDER DATE : October 14, 1997

ORDER TIME : 10:53 AM

ORDER NO. : 564033-005

CUSTOMER NO: 82207A

CUSTOMER: Tammy L. Zappa, Secretary
MARY E. VAN WINKLE, PA

Suite 202
3844 Bee Ridge Road
Sarasota, FL 34233

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****157.50 *****70.00

File

DOMESTIC FILING

NAME:

McCormick

~~MARTY'S~~ WATERWORKS, INC.

Second

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

DIVISION OF CORPORATION

97 OCT 16 AM 11:56

RECEIVED

SN OCT 17 1997

ARTICLES OF INCORPORATION
OF

MCCORMICK WATERWORKS, INC.

ARTICLE I - NAME

The name of this Corporation is: MCCORMICK WATERWORKS, INC.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT

The initial registered office of this Corporation shall be at 12449 Kings Highway, Lake Suzy, Florida 33821 and the initial registered agent of this Corporation at such office shall be PETER MARRON who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two members. The number of directors may be increased or decreased from time to time by vote of the Stockholders, but in no case shall the number of directors be less than one (1) nor more than four. The names and addresses of the directors constituting the initial Board of Directors are:

PETER MARRON

2950 Dick Wilson Drive
Sarasota, FL 34240

ANGELA MARRON

2950 Dick Wilson Drive
Sarasota, FL 34240

ARTICLE VII - MAILING and CORPORATE ADDRESS

The principal address for the corporation is:
12449 Kings Highway, Lake Suzy, FL 33821

The mailing address for the corporation is:
12449 Kings Highway, Lake Suzy, FL 33821

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

PETER MARRON

2950 Dick KWilson Drive
Sarasota, FL 34240

Peter Marron
PETER MARRON, Incorporator

State of Florida
County of Sarasota

The foregoing instrument was acknowledged before me this 10th
day of October, 1997, by PETER MARRON, who is personally known
✓ OR _____ who produced a driver's license as identification.

My Commission Expires:

Mary E. Van Winkle
Notary Public - State of Florida

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for MCCORMICK WATERWORKS, INC., at the place designated in the Articles of Incorporation, PETER MARRON agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: October 10, 1997

Peter Marron
PETER MARRON

FILED
97 OCT 16 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CONSENT TO USE OF NAME

TO WHOM IT MAY CONCERN:

The undersigned, being the sole shareholders and directors of McCORMICK WATERWORKS, INC., hereby consent to the use of the corporate name "McCormick Waterworks, Inc." by PETER MARRON and ANGELA MARRON, who are buying substantially all the assets of the business known as McCORMICK WATERWORKS from McCORMICK WATERWORKS, INC.

McCORMICK WATERWORKS, INC., is in the process of changing its name to FABISZAK WATERWORKS, INC. Once Articles of Amendment to the effect have been filed with the Florida Department of State, the Buyer shall have all of Seller's rights to use the name "McCORMICK WATERWORKS, INC."

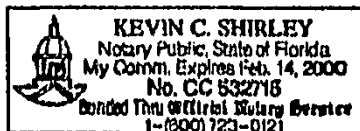
Dated this 10 day of October, 1997.


MARTIN FABISZAK

FILED
97 OCT 16 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this 10 day of October, 1997, by MARTIN FABISZAK who is personally known to me or have produced _____ as identification and did/did not take an oath.




Notary Public-State of Florida