

P98000084293

Dennis Brovarone

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January 24, 2001

Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

FILED
01 JAN 25 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Articles of Merger: ETIH20 Corporation (Surviving Corporation) and
ETI H20, Inc. (Merging Corporation)

Ladies and Gentlemen:

Enclosed please find two original copies of the Articles of Merger for the above referenced corporations and check in the amount of \$78.75 for the filing fee and the certified copy fee. Please return the certified copy to me at the above address.

Thank you and please contact me as necessary.

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-01/25/01--01090--002
*****78.75 *****78.75

Sincerely,

Dennis Brovarone
Dennis Brovarone

Merger

T. LEWIS JAN 29 2001

ARTICLES OF MERGER
Merger Sheet

MERGING:

ETI H20, INC., a Florida corporation, P98000084293.

INTO

ETIH20 CORPORATION. a Nevada corporation not qualified in Florida

File date: January 25, 2001

Corporate Specialist: Thelma Lewis

ARTICLES OF MERGER
(Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, pursuant to section 607.1105, F.S.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>ETI H2O Corporation</u>	<u>Nevada</u>

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TALLAHASSEE, FLORIDA

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
<u>ETI H2O, Inc.</u>	<u>Florida</u>
_____	_____
_____	_____
_____	_____
_____	_____

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State

OR / / (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days in the future.)

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on January 8, 2001

The Plan of Merger was adopted by the board of directors of the surviving corporation on _____ and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on November 17, 2000

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on _____ and shareholder approval was not required.

(Attach additional sheets if necessary)

Name of Corporation

Typed or Printed Name of Individual & Title

ETIH2O Corporation

Andrew H. Jones

Andrew Arata, President

Donna Singer, Secretary

ETI H2O, Inc

Arthur H. Hark

Andrew Arata, President

Donna Singer, Secretary

PLAN OF MERGER
(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

Name

Jurisdiction

ETI H2O Corporation

Nevada

Second: The name and jurisdiction of each merging corporation:

Name

Jurisdiction

ETI H2O, Inc.

Florida

Third: The terms and conditions of the merger are as follows:

1. ETI H2O Corporation assumes all the assets and liabilities of ETI H2O, Inc. as of the effective date.
2. The Separate existence of ETI H2O, Inc., ceases as of the effective date.

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

1. Each outstanding share of ETI H2O, Inc. common stock shall be exchanged for one share of ETI H2O Corporation common stock on the effective date.

(Attach additional sheets if necessary)

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached as an exhibit:

N/A

OR

Restated articles are attached:

N/A

Other provisions relating to the merger are as follows:

N/A