

RANDALL G. BLANKENSHIP, P.A.
ATTORNEY AT LAW

RANDALL G. BLANKENSHIP

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P99000003722

January 7, 1998

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32301

300002736503--7
-01/11/98-01090-001
*****78.75 *****78.75

RE: Articles of Incorporation of Energy Recovery Systems, Inc.

Dear Sirs:

Enclosed please find an Articles of Incorporation of Energy Recovery Systems, Inc.
together with a check in the amount of Seventy Eight and 75/100 Dollars (\$78.75) for the filing
fee in the above stated cause.

Thank you for your cooperation in this matter.

Sincerely,

RANDALL G. BLANKENSHIP, P.A.
170 East Central Avenue
Winter Haven, FL 33880
(941) 299-2068

By: 

RANDALL G. BLANKENSHIP
Florida Bar # 290289

RGB/ldw
Enclosures
cc: Robert Mason

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 11 PM 1:16

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WS

ARTICLES OF INCORPORATION
OF
ENERGY RECOVERY SYSTEMS, INC.

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DIVISION OF CORPORATION
99 JAN 11 PM 1:16

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME The name of the corporation is: ENERGY RECOVERY SYSTEMS, INC.

ARTICLE II

NATURE OF BUSINESS AND CORPORATE POWERS: This corporation may engage in any activity or business permitted under the laws of the United States and of this state, including, but not limited to, the following activity:

A. Installing mechanical equipment such as boilers, burners, stacks, water filtration, combustion controls, stack economizers, blowdown recovery equipment, and all related items.

B. Contracting or subcontracting with mechanical contractors specializing in the installation of the above items.

ARTICLE III

CAPITAL STOCK: The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is: 100 shares of common stock having a nominal or par value of \$1.00 per share.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which this corporation will begin business is not less than \$100.00.

ARTICLE V

TERM OF EXISTENCE: This corporation is to exist perpetually.

ARTICLE VI

ADDRESS: The initial street address of the principal offices of this corporation in the State of Florida is: 3680 West Lake Hamilton Drive, Winter Haven, Florida 33881.

ARTICLE VII

DIRECTORS: This corporation shall have two (2) directors The number of directors may be increased or diminished from time to time, in accordance with the by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII

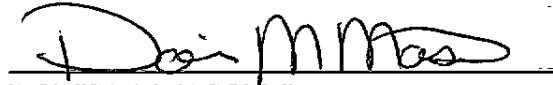
INITIAL DIRECTORS: Robert W. Mason and Doris M. Mason, of 3680 West Lake Hamilton Drive, Winter Haven, Florida 33881.

ARTICLE IX

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.



ROBERT W. MASON, Incorporator



DORIS M. MASON, Incorporator

STATE OF FLORIDA)

:ss

COUNTY OF POLK)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments, personally appeared ROBERT W. MASON and DORIS M. MASON, to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 31st day of December, 1998.




NOTARY PUBLIC, STATE OF FLORIDA AT
LARGE

My Commission Expires: March 24, 2002

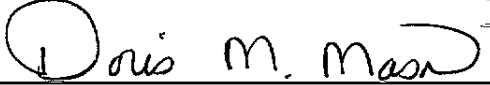
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST--That ENERGY RECOVERY SYSTEMS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation


at the City of Winter Haven, County of Polk, State of Florida, has named Randall G.

Blankenship, Esquire, 170 E. Central Avenue, Winter Haven, FL, as its Registered Agent to accept service of process within this State.


ROBERT W. MASON, Incorporator


DORIS M. MASON, Incorporator

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


RANDALL G. BLANKENSHIP

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