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Division of Corporations
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To: Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

BACKFLOW DYNAMICS, INC.

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| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 07 |
| Estimated Charge | \$78.75 |

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**ARTICLES OF INCORPORATION
OF
BACKFLOW DYNAMICS, INC.**

The undersigned, acting as (a) subscriber (s) to article of Incorporation, being (a) natural person(s) competent to contract, hereby files these articles of Incorporation to form a Corporation under the Laws of the State of Florida.

ARTICLE I. TERM: The Corporation shall have perpetual existence.

ARTICLE II. NAME: The name of the Corporation shall be, BACKFLOW DYNAMICS, INC.

ARTICLE III. PURPOSE: The purposes for which the Corporation is formed, the nature of its business, and objectives to be carried on and promoted by it, are as follows, to wit:

(a) To transact any lawful business for which Corporations may be incorporated under the Florida General Corporation Act and under the laws of the United States of America.

(b) To do such other things as are incidental to the foregoing, or necessary or desirable, in order to accomplish the objectives of the above stated purpose.

ARTICLE IV. CAPITAL STOCK: The maximum number of shares that this Corporation is to have outstanding at any one point in time is ONE-THOUSAND (1000) shares of common stock, having a nominal or par value of ONE and no/100 Dollar (\$1.00) per share.

Erskine & Fleisher, P.A.
55 Weston Road, Suite 300
Weston, FL 33326
(954) 384-1490

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ARTICLE V. PRINCIPAL BUSINESS ADDRESS: The initial address of the principal office of the Corporation shall be located at, 2589 Garden Court, Cooper City, FL 33026.

ARTICLE VI: REGISTERED AGENT AND REGISTERED OFFICE: The Registered Agent for the Corporation shall be Wayne Jimmerson, and the registered agents office shall be located at, 6904 S.W. 148th Lane, Davie, FL 33331, or such other person, or such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State in accordance with the procedures as prescribed by the Florida General Corporation Act.

ARTICLE VII: DIRECTORS: Initially, the Corporation shall have one (1) Directors. The Corporation shall have not than less than one (1) director, nor more than five (5) directors as set forth in the By-Laws of the Corporation. The number of the directors of the Corporation may be increased from time to time, pursuant to the prescribed procedures as set forth in the By-Laws.

ARTICLE VIII: FIRST BOARD OF DIRECTORS: The first Board of Directors of this Corporation, their names and street addresses as stated below, shall hold office until their successors have been elected and qualified, subject to these ARTICLE of Incorporation, and By-Laws of this Corporation, in addition to the Laws of the State of Florida, to wit:

VERNON H. SCULTHORPE
2589 GARDEN COURT
COOPER CITY, FL 33026

ARTICLE IX: INITIAL OFFICERS. The initial officers of the Corporation, their names and street addresses as stated below, shall hold office until their successors

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have been elected and qualified, subject to these ARTICLE of Incorporation, and By-Laws of this Corporation, in addition to the Laws of the State of Florida, to wit:

PRESIDENT/TREASURER - VERNON H. SCULTHORPE
SECRETARY - TAMMY L. LINDSEY

ARTICLE X: SUBSCRIBER. The name and street address of the subscriber(s) to these ARTICLE of Incorporation (are) (is), to wit:

VERNON H. SCULTHORPE
2589 GARDEN COURT
COOPER CITY, FL 33026

ARTICLE XI: TELEPHONE MEETING. Members of the Board of Directors, or of any executive committee thereof, shall be deemed to be present at any meeting of such board or executive committee if a conference of such meeting is held, through the use of a telephone or similar communications equipment, by means of which all persons participating in the meeting can hear each other at the same time through such devices.

ARTICLE XII: AMENDMENTS. These ARTICLE of incorporation and the By-Laws of this Corporation shall only be amended, modified, repealed upon the vote of a fifty-one per cent (51%), majority of the shareholders of this Corporation entitled to vote thereon.

ARTICLE XIII: CONTRACTS. No contracts between this Corporation, and another Corporation, or another individual, shall be invalidated by reason of the fact that one or more of the officers, directors or shareholders of this Corporation may be an officer, director or shareholder of, or have any other interest in said other Corporation, or entity, or by reason of the fact that one or more of the officers, directors or shareholders

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of this Corporation may be the other individual, or entity contracting with this Corporation.

ARTICLE XIV. INDEMNIFICATION OF OFFICERS AND DIRECTORS.

Every officer and director, now or hereinafter serving in such capacity, shall be indemnified and held harmless by the Corporation for all claims and liabilities to third person(s) arising out of the operation of this Corporation, including but not limited to any judgment, award, settlement, reasonable attorney's fees and other costs and expenses incurred in connection with the defense of, or any actual or threatened action, proceedings or claims, except those claims and liabilities which arise out of the fraud, willfull misconduct or gross negligence of such officer or director.

Further, the officers and directors of the Corporation shall not have any liability to the Corporation, or any shareholder of the Corporation, for any loss suffered by the Corporation arising out of any action or inaction of such officer or director, unless such action or inaction of such officer or director was performed or admittedly fraudulent, or in bad faith, or constituted wonton and willful misconduct or gross negligence of such officer or director's duties. The foregoing rights of indemnification and limitation of liability, shall be in addition to and not exclusive to the rights of which each such officer or director may be entitled to under the law and By-Laws of this Corporation.

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IN WITNESS WHEREOF, the undersigned subscriber(s) have executed the foregoing ARTICLE of Incorporation for the purposes as expressed therein, this 1st day of JUNE, 1999.


VERNON H. SCULTHORPE

STATE OF FLORIDA)
 :SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, this day personally appeared, VERNON H. SCULTHORPE and that he acknowledged before me that he executed the foregoing article of Incorporation for the purposes as expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 1st day of JUNE, 1999.


NOTARY PUBLIC, State of
Florida at Large

My Commission Expires:



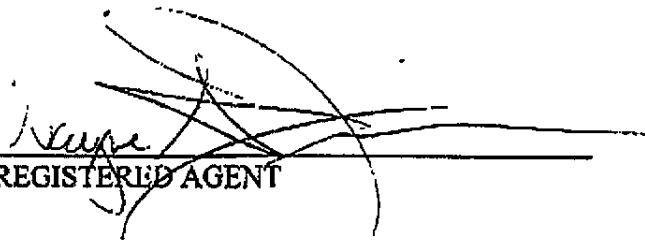
APRIL R. KADELL
My Commission LCS4308
Expires Mar 26, 2000

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ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above named Corporation, at the place designated in these articles of Incorporation, I by these presents hereby agree to accept to act in such capacity and agree to comply with the provisions of said act, relative to keeping the office of the registered agent open during the hours as prescribed by the Florida Statute.


REGISTERED AGENT

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TALLAHASSEE, FLORIDA

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