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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFTT CORPORATION OR P.A.

PURE WATER INDUSTRIES, INC.

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

FILED
99 JUL 15 AM 7:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

Pure Water Industries, Inc.

The undersigned hereby presents these Articles for the formation of a corporation
under the laws of the State of Florida.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUL 15 AM 7:00

FILED

ARTICLE I

CORPORATE NAME

The name of this corporation is Pure Water Industries, Inc. The principal place of
business and mailing address for the corporation is: 3529 Griffin Road, Ft. Lauderdale,
Florida 33312.

ARTICLE II

PURPOSE

The general purpose or purposes for which the corporation is initially organized shall
be to engage in the transaction of any or all lawful business for which corporations may be
incorporated under Chapter 607 of the Florida General Corporation Act; and the corporation
shall have the power to take all action and do all things necessary and proper to carry out the
foregoing purposes.

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ARTICLE III

CAPITAL STOCK

The corporation is authorized to issue one hundred (100) shares of common stock having no par value.

ARTICLE IV

CORPORATE EXISTENCE

This corporation shall exist perpetually unless sooner dissolved according to law. The corporation shall be effective as of date of filing.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the State of Florida is:

3990 SHERIDAN STREET, SUITE 104
HOLLYWOOD, FLORIDA 33021

and the name of the initial registered agent at that address is:

MAX M. HAGEN

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ARTICLE VI

NUMBER OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time, by the by-laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII

INITIAL BOARD OF DIRECTORS AND OFFICERS

The names and addresses of the initial Board of Directors of this Corporation and their offices are:

<u>NAME</u>	<u>ADDRESS</u>
Charles Schussler President/Secretary/Treasurer	3529 Griffin Road Ft. Lauderdale, Florida 33312

ARTICLE VIII

SUBSCRIBER

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Charles Schussler	3529 Griffin Road Ft. Lauderdale, Florida 33312

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ARTICLE IX

CUMULATIVE VOTING FOR DIRECTORS

At all elections of directors of this corporation, each stockholder shall be entitled to as many votes as shall equal the number of shares which he is entitled to vote multiplied by the number of directors to be elected; and he may cast all such votes for a single director, or may distribute them among any number of directors to be elected.

ARTICLE X

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 stockholders' 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.

IN WITNESS WHEREOF, I, the incorporator, have executed these Articles of Incorporation this 7 day of July, 1999.



Charles Schussler (SEAL)

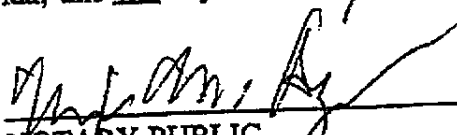
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STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

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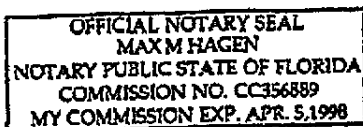
BEFORE ME, the undersigned authority, personally appeared to me, Charles Schussler, well known and known to me to be the individual described in, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Hollywood, County of Broward, State of Florida, this 7 day of July A.D., 1999.



NOTARY PUBLIC
State of Florida at Large

My Commission Expires:



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CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR 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 Pure Water Industries, Inc.
CORPORATE NAME

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUL 15 AM 7:00

FILED

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF FT.
LAUDERDALE, STATE OF FLORIDA, HAS NAMED MAX M. HAGEN LOCATED
AT 3990 SHERIDAN STREET, SUITE 104, CITY OF HOLLYWOOD, STATE OF
FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Charles Schussler
BY: Charles Schussler
TITLE: President

Dated this 7 day of July, 1999.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, 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.

SIGNATURE Max M. Hagen
MAX M. HAGEN
RESIDENT AGENT

Dated this 7 day of July, 1999.

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