

P99000090740  
TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

800003010645--7  
-10/11/99--01019--009  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: Hydraquonics Technologies Corporation  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: Jason C Herkimer  
Name (Printed or typed)

4747 W. Wildhorse Dr  
Address

Tucson, AZ 85742  
City, State & Zip

(520) 744-8724 or (716) 947-4493  
Daytime Telephone number

FILED  
99 OCT 11 PM 7:15  
SECRETARY OF STATE  
TALLAHASSEE, FL

NOTE: Please provide the original and one copy of the articles.

10-14  
WCC

Articles of Incorporation /

Hydraquonics Technologies Corporation

FILED  
99 OCT 11 PM 7:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, being a natural person, does hereby act as incorporator in adopting the following articles of incorporation for the purpose of organizing a stock corporation pursuant to the provisions of Florida State Statutes:

**FIRST:** The name of the corporation (hereinafter called the corporation) is Hydraquonics Technologies Corporation. The duration of the corporation shall be perpetual.

**SECOND:** The post office address of the initial registered office of the corporation is:

4747 W. Wildhorse Dr.

Tucson, Arizona 85742

The name of the city in which the said registered office of the corporation is located is the city of Tucson in the state of Arizona.

**THIRD:** The total number of shares of capital stock which the corporation has the authority to issue is 100,000 divided into 95,000 shares of Class A common stock with a \$20.00 par value and 5,000 shares of Class B common stock with a \$20.00 par value.

**FOURTH:** The following is a description of each class of stock of the corporation with the preferences, conversions, and other rights, restrictions, voting powers, and qualifications of each class:

1. Except as hereinafter provided with respect to voting powers, the Class A common stock and the Class B common stock of the corporation shall be identical in all respects.
2. With respect to voting powers, except as otherwise required by the laws of the State of Florida, the holders of Class A common stock shall possess all voting powers for all purposes including, by way of illustration and not of limitation, the election of directors, and holders of Class B

common stock shall have no voting power whatsoever, and no holder of Class B common stock shall vote on or otherwise participate in any proceedings in which actions shall be taken by the corporation or the stockholders thereof or be entitled to notification as to any meeting of the Board of Directors or the Stockholders.

**FIFTH:** The name of the initial registered agent of the corporation is John M. Conner. The post office address of the initial registered agent of the corporation is:

23280 SW Marine Blvd.

Dunnellon, Florida 34431

Signed on October 5, 1992

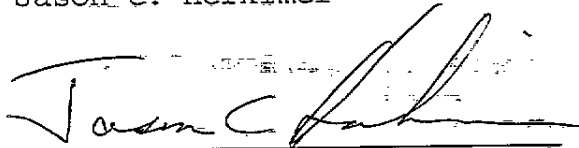
John M. Conner  
Registered Agent

**SIXTH:** This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one. The name of the initial Director of the corporation is Jason C. Herkimer.

SEVENTH: The provision of the regulations of the  
internal affairs of the corporation shall be set forth in  
the bylaws.

Signed on October 5, 1999.

Jason C. Herkimer



Incorporator

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent*



Signature/Registered Agent

Oct, 5 1999

Date