

Division of Corporations

PO0000035229

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((F00000015435 1))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

From: Account Name : STEARNS WEAVER MILLER, ET AL.
Account Number : 076077002504
Phone : (305) 789-3200
Fax Number : (305) 789-3395

FLORIDA PROFIT CORPORATION OR P.A.

Sound & Water, Inc,

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR -6 PM 2: 00

Electronic Filing Menu

Corporate Filing

Public Access Help

B. McKnight APR 06 2000

H00000015435 1

ARTICLES OF INCORPORATION
OF
SOUND & WATER, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR -6 PM 2:00

ARTICLE I - NAME AND ADDRESS

The name of this corporation is **SOUND & WATER, INC.** (the "Corporation"). The address of the principal office and the mailing address of the Corporation is 5550 Hollyview Drive, Suite 705, Houston, Texas 77091.

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Cent (\$.01) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

Filed by:
Jackie Gerstenfeld, Corp. Legal Asst.
Stearns Weaver Miller, et al.
150 W. Flagler St., Suite 2200
Miami, Florida 33130
T: 305-789-3545/F: 305-789-3395

H00000015435 1

H00000015435 1

ARTICLE IV - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of the initial registered agent of the Corporation at such office is:

<u>Name</u>	<u>Address</u>
Joseph Renwick Randon	150 Southeast 25 th Road Suite 4-I Miami, Florida 33129

ARTICLE V - COMMENCEMENT

The Corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles of Incorporation as incorporator is:

<u>Name</u>	<u>Address</u>
Joseph Renwick Randon	150 Southeast 25 th Road Suite 4-I Miami, Florida 33129

H00000015435 1

ARTICLE VII - BYLAWS

The power to alter, amend or repeal the Bylaws shall be vested in each of the Board of Directors and the shareholders of the Corporation.

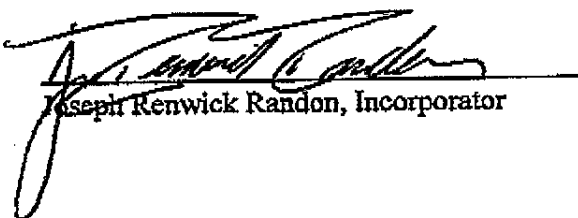
ARTICLE VIII - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director of the Corporation, to the fullest extent permitted by law.

ARTICLE IX - AMENDMENT

The Corporation reserves to its shareholders the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation. Any rights which these Articles may confer upon the Corporation may be modified or canceled by a vote of the shareholders to amend or repeal said Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 5 day of April, 2000.


Joseph Renwick Randon, Incorporator

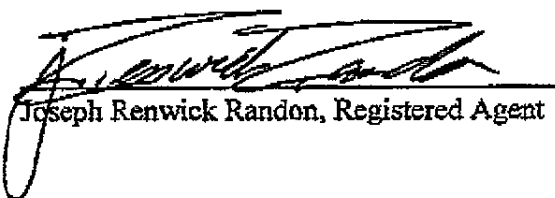
H00000015435 1

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.



Joseph Renwick Randon, Registered Agent

IAW-CO32588438ARTICLES

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR -6 PM 2: 00