

LAW OFFICES OF

Allgood & Misemer, P.A.

5645 NEBRASKA AVE. • NEW PORT RICHEY, FLORIDA 34652-2694
TELEPHONE (727) 848-2593 • FACSIMILE (727) 848-2597

SAM Y. ALLGOOD, JR.

KENNETH R. MISEMER

PO1000063593

June 21, 2000

Office of the Secretary of State
CORPORATE OFFICE
The Capitol - Plaza Level 2
Tallahassee, FL 32399-0250

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-06/26/01--01009--003
*****78.75 *****78.75

Re: Proposed Articles of Incorporation of
H2O UTILITY PARTNERS, INC.

Dear Sir:

Enclosed find original and duplicate of Articles of Incorporation of the above-named corporation, together with our check in the amount of \$78.75 to cover the following costs:

| | |
|--|----------|
| Filing fee | \$ 35.00 |
| Certified copy of Articles (copy furnished) | \$ 8.75 |
| Registered Agent fee | \$ 35.00 |
| | \$ 78.75 |

FILED
01 JUN 25 PM 4:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please certify and return the duplicate Article of incorporation, if approved.

Thank you for your prompt attention.

Yours truly,

ALLGOOD & MISEMER, P.A.

Kenneth R. Misemer
Kenneth R. Misemer

KRM/es
Enclosures

D. BROWN JUN 26 2001 ✓

ARTICLES OF INCORPORATION
OF
H2O UTILITY PARTNERS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida general corporations act, adopts the following Articles of Incorporation for that corporation.

1. NAME: The name of this corporation is H2O UTILITY PARTNERS, INC.

2. DURATION: The period of its duration is perpetual.

3. PURPOSE: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

4. CAPITAL STOCK: The corporation is authorized to issue 1000 shares, all of one class, at \$1.00 par value.

5. INITIAL REGISTERED OFFICE AND AGENT: The name and address of the initial registered office and agent of this corporation are:

James Dreher
4925 Cross Bayou Boulevard
New Port Richey, FL 34652

6. INITIAL BOARD OF DIRECTORS: This corporation shall have three directors initially. The number of directors may be increased or decreased from time to time by an amendment of the bylaws, but shall never be less than one.

The name and address of the initial directors of this corporation are:

Gary Deremer
4925 Cross Bayou Boulevard
New Port Richey, FL 34652

Heidi Dreher
3105 Bluff Boulevard
Holiday, FL 34691

James Dreher
3119 Bluff Boulevard
Holiday, FL 34691

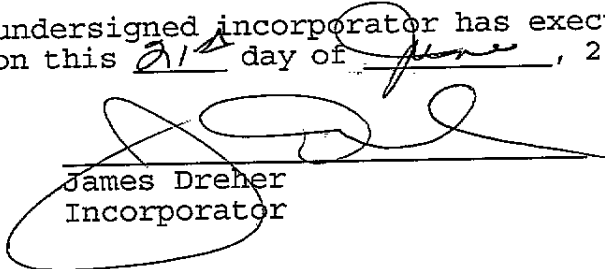
7. INCORPORATOR: The name and address of the incorporator signing these articles of incorporation are:

James Dreher
3119 Bluff Boulevard
Holiday, FL 34691

8. PRINCIPAL OFFICE: The street and mailing address of the principal office of the corporation, if known, are:

4925 Cross Bayou Boulevard
New Port Richey, FL 34652

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21st day of June, 2001.


James Dreher
Incorporator

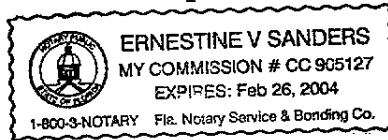
STATE OF FLORIDA

COUNTY OF PASCO

The foregoing instrument was acknowledged before me this 21st day of June, 2001, by JAMES DREHER as incorporator for H2O UTILITY PARTNERS, INC., a Florida corporation, who is personally known to me or produced as indentification.


Ernestine V. Sanders
Notary Public

My commission expires:



ACCEPTANCE BY REGISTERED AGENT

I hereby certify that I am familiar with and accept the duties and responsibilities as registered agent for H2O Utility Partnership, Inc.


James Dreher
Registered Agent

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TALLAHASSEE, FLORIDA