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D Allen
101 Needlewood Loop
De Bary Fl. 32713

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATIONS
97 MAY -1 PM 2:06

Examiner's Initials *DAW 5/5*

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -1 PM 2:06

ARTICLES OF INCORPORATION
OF
H2O SAVE INTERNATIONAL, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I: NAME

The name of the corporation shall be:

H2O SAVE INTERNATIONAL, INC.

The principal place of business of this corporation shall be:

101 Needlewood Loop; DeBary, Florida 32713

ARTICLE II: NATURE OF BUSINESS

This corporation may engage or transact in any of all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred thousand (100,000) shares of common stock, having no par value.

ARTICLE IV: ADDRESS

The street address of the initial registered office of the corporation shall be 101 Needlewood Loop; DeBary, Florida 32713, and the name of the initial registered agent of the corporation at that address is Denise J. Allen.

ARTICLE V: TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI: PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price for which it is offered to others.

ARTICLE VII: SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII: DIRECTORS

This corporation shall have two directors initially. The names and addresses of the initial members of the Board of Directors are:

Denise J. Allen Director	101 Needlewood Loop DeBary, Florida 32713
Linda M. Christian Director	101 Needlewood Loop DeBary, Florida 32713

ARTICLE IX: OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Linda M. Christian President	101 Needlewood Loop DeBary, Florida 32713
Denise J. Allen Secretary/Treasurer	101 Needlewood Loop DeBary, Florida 32713

ARTICLE X: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Denise J. Allen
101 Needlewood Loop
DeBary, Florida 32713

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 29 th day of April 1997.

Denise J. Allen
Denise J. Allen
Incorporator

I hereby state that I am familiar with and accept the duties and responsibilities as registered agent of said corporation.

Denise J. Allen
Denise J. Allen
Registered Agent

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 29th of April 1997, by Denise J. Allen.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY -1 PM 2:06

[Signature]
Notary Public
State of Florida at large
My commission expires:

WRIGHT SMITH III
MY COMMISSION # CC 606272
EXPIRES: June 24, 2000
Bonded Thru Notary Public Underwriters