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**ARTICLES OF INCORPORATION**

**OF**

**RECOVERING AQUA RESOURCES TECHNOLOGIES, INC.**

I, the undersigned natural person of the age of eighteen (18) years or more, acting as Incorporator of a corporation (hereinafter called the "Corporation") under the Wisconsin Business Corporation Law, do hereby adopt the following Articles of Incorporation of the Corporation:

**ARTICLE ONE  
CORPORATION NAME**

ACCT 00001816 CLASS CODE 310  
TRX 0001344617 Amount \$90.00

The name of the Corporation is Recovering Aqua Resources Technologies, Inc.

**ARTICLE TWO  
DURATION**

ACCT 00001816 CLASS CODE 340  
TRX 0001344618 Amount \$25.00

The period of duration of the Corporation is perpetual.

**ARTICLE THREE  
PURPOSE**

The purpose for which the Corporation is organized is to engage in the transaction of any and all lawful business for which Corporations may be incorporated under Chapter 180, Wisconsin Business Corporation Law.

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**ARTICLE FOUR  
STOCK**

The Corporation shall have the authority to issue Nine Thousand (9,000) shares of common stock, One and 00/100 Dollars (\$1.00) par value ("Common Stock"). Each share of Common Stock shall have identical rights and privileges in every respect.

**ARTICLE FIVE  
PREEMPTIVE RIGHTS**

No shareholder shall, solely by reason of said shareholder's ownership of shares or securities of the Corporation, have any preemptive or preferential right to receive, or subscribe to (a) any unissued or treasury shares of any class of stock (whether now or hereafter authorized) of the Corporation, (b) any obligations, evidences of indebtedness or securities of the Corporation convertible into or exchangeable for, or carrying or exercisable by any rights to receive, purchase or subscribe to, any such unissued or treasury shares, (c) any right of subscription to or right to receive, or any warrant or option for the purchase of any of the foregoing securities or (d) any other securities that may be issued or sold by the Corporation.

**ARTICLE SIX  
COMMENCING BUSINESS**

The Corporation will not commence business until it has received for the issuance of its common stock the payment of the value of One Hundred Dollars (\$100.00), consisting of money, or other property actually received.

**ARTICLE SEVEN  
CUMULATIVE VOTING**

Cumulative voting for the election of directors is expressly denied and prohibited.

**ARTICLE EIGHT  
ADOPTION OF BYLAWS**

The power to alter, amend or repeal the Bylaws or adopt new Bylaws shall be vested in the Board of Directors of the Corporation; provided, however, that the shareholders at any time may repeal the power of the Board of Directors to alter, amend or repeal the Bylaws or adopt new Bylaws, in which event only the shareholders may thereafter exercise such power unless and until the shareholders shall subsequently re-vest the Board of Directors with such power.

**ARTICLE NINE  
INDEMNIFICATION**

The Corporation shall indemnify any person who (a) is or was a director, officer, employee or agent of the Corporation, or (b) while a director, officer, employee or agent of the Corporation, is or was serving at the request of the Corporation as a director, officer, partner, venturer, proprietor, trustee, employee, agent or similar functionary of another foreign or domestic corporation, partnership, joint venture, sole proprietorship, trust, employee benefit plan or other enterprise to the full extent that a corporation may or is required to grant indemnification to a director under the Wisconsin Business Corporation Law. The Corporation may indemnify any person to such further extent as permitted by law.

**ARTICLE TEN  
INITIAL OFFICE AND AGENT**

The post office address of the initial registered office of the Corporation is 2079-A  
Lawrence Drive, De Pere, Wisconsin 54115, and the name of its initial registered agent at  
such address is Steven Peters. The registered office shall be located in Brown County,  
Wisconsin.

**ARTICLE ELEVEN  
BOARD OF DIRECTORS**

The number of directors constituting the Board of Directors of the Corporation shall be  
two (2) or more with the number being fixed as provided in the Bylaws of the Corporation.

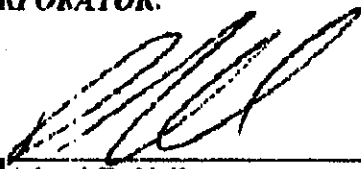
**ARTICLE TWELVE  
INCORPORATOR**

The name and address of the incorporator is:

Name: Richard E. Nell  
Address: 444 Reid Street, Suite 200  
De Pere, Wisconsin 54115

IN WITNESS WHEREOF, I have hereunto set my hand this 7th day of February,  
2001.

**INCORPORATOR:**

By:   
Richard E. Nell

STATE OF WISCONSIN:  
: SS.  
COUNTY OF BROWN:

Personally came before me this 7th day of February, 2001, the above-named Richard E. Nell, to me known to be the person who executed the foregoing instrument and acknowledged the same.

*[Handwritten Signature]*  
Notary Public, State of Wisconsin  
My Commission Expires: 2-08-2004

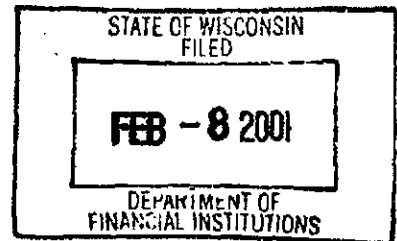


***THIS DOCUMENT DRAFTED BY:***

Richard E. Nell  
Stellpflug, Janssen, Nell, Hammer,  
Kirschling & Bartels, S.C.  
444 Reid Street, Suite 200  
De Pere, Wisconsin 54115

Articles of Incorporation  
Chapter 180

\$ 90.00 AP  
\$ 25.00 Expedite



Susan Stewart  
Stellpflug Law Office  
PO Box 5  
De Pere WI 54115