

Do not write above this line. For County and State use.

Articles of Incorporation of

Pursuant to the provisions of the Alabama Business Corporation Act, the undersigned hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is

WATER WORKS, INC.

Article II

Duration

The duration of the corporation is perpetual.

Article III

Purpose(s)

The corporation has been organized for the following purpose(s):

TO PROVIDE WATER SERVICE FOR RESIDENTIAL AND COMMERCIAL
USE.

and the transaction of any or all lawful business for which corporations may be incorporated under this chapter.

Article IV

Authorized Capital Stock

The number of shares which the corporation shall have the authority to issue is 100 and the par value of each share shall be \$ 1.00 for a total authorized capital of \$ 100.00. If the shares are to be without par value, then "no par value" should be stated.

Article V
Registered Office/Agent

The location and street address (law requires a street address) of its initial registered office is _____
1110 WEATHERBY COVE BIRMINGHAM AL 35242
and the name of its initial registered agent at such address is William J. Best, Jr

Article VI
Board of Directors

The number of Director(s) is 2. The Director(s) name(s) and address(es) is/are:
William J. Best, Jr 1110 WEATHERBY COVE B'AM, AL 35242
William J. Best, Sr 613 DAVIS ST AUSTIN, AL 36312

Article VII
Incorporators

The names and addresses of the incorporators are as follows:

William J. Best, Jr 1110 WEATHERBY COVE B'AM, AL 35242

Any provision, not inconsistent with the law, for the regulation of the internal affairs of the corporation or for the restriction of the transfer of shares may be added.

IN WITNESS THEREOF, the undersigned incorporator(s) have executed these Articles of Incorporation, on this, the 27th day of July, 19 92.

[Signature]
William J. Best, Jr

THIS DOCUMENT PREPARED BY:

STATE OF ALABAMA

I, **Billy Joe Camp**, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2A-26, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

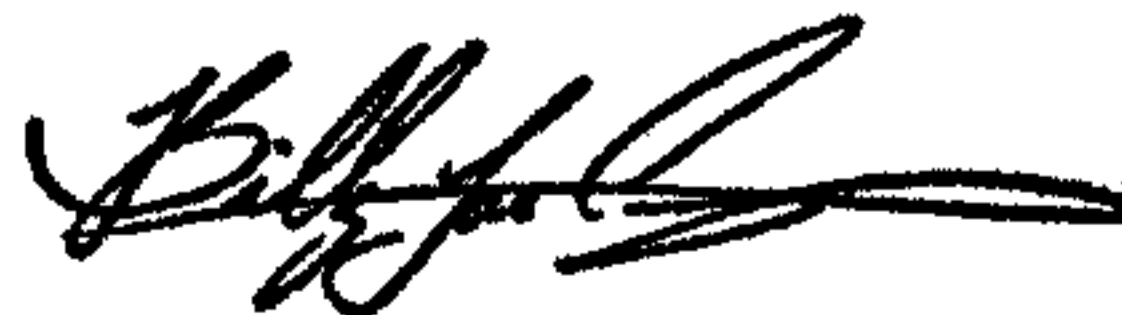
Water Works, Inc.

This domestic corporation name is proposed to be incorporated in Jefferson County and is for the exclusive use of William Best Jr., 1110 Weatherby Cove, Birmingham, AL 35242 for a period of one hundred twenty days beginning July 20, 1992 and expiring November 18, 1992.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

July 20, 1992

Date



Billy Joe Camp

Secretary of State



State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

WATER WORKS, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of WATER WORKS, INC., duly signed pursuant to the provisions of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of WATER WORKS, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 27th day of JULY, 19 92.

Thomas A. Snowden, Jr.

Judge of Probate

Inst. # 1992-15177

07/27/1992-15177
04:12 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
004 NCD 88.00

