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FILED
in the office of the Secretary of State
of the State of California

FEB 19 2004

Kevin Shelley
KEVIN SHELLEY, SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

H2GO, INC.

I

The name of this corporation is H2GO, Inc.

II

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III

The name and address in the State of California of this corporation's initial agent for service of process are Gary Conley, 1804 Dry Creek Road, San Jose, CA 95124.

IV


This corporation is authorized to issue only one class of shares of stock; and the total number of shares which this corporation is authorized to issue is Ten Million (10,000,000).

V

Section 1. Limitation of Directors' Liability. The liability of the Directors of this corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

Section 2. Indemnification of Corporate Agents. This corporation is authorized to provide indemnification of its agents (as defined in Section 317 of the California General Corporation Law) through bylaw provisions or through agreements with the agents, or both, in excess of the indemnification otherwise permitted by such Section 317, subject to the limits on such excess indemnification set forth in Section 204 of the California General Corporation Law.

Section 3. Repeal or Modification. Any repeal or modification of the foregoing provisions of this Article V by the shareholders of this corporation shall not adversely affect any right or protection of an agent of this corporation existing at the time of such repeal or modification.



Mark R. Ostler, Incorporator