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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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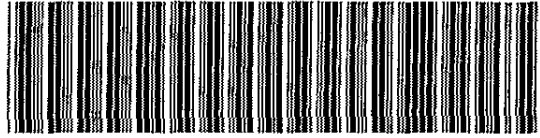
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAVIGNE, COTON & ASSOCIATES, P.A.
An International Law Firm

Email: attylavign@aol.com

Florida Main Office
5301 Conroy Road, Suite 140
Orlando, Florida 32811
Tel: (407) 316-9988
Fax: (407) 316-8820

JAMES R. LAVIGNE
Florida Bar Certified - International Law
LL.M - International Law
London, England

LUIS D. COTON
Board Certified
Immigration & Nationality Law
Se Habla Español

January 31, 2003

TRANSMITTAL LETTER
FOR LIMITED LIABILITY COMPANY

FILED
03 FEB -4 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: WATERITE USA, LLC

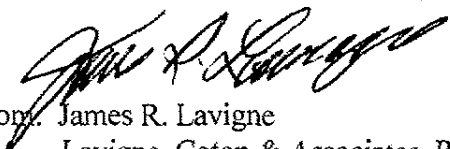
Enclosed is an original and one copy of the articles of organization and a check for:

___ \$125
Filing Fee
and Regis-
tered Agent
Designation

___ \$130
Filing Fee,
Registered
Agent Desig-
nation, and
Certificate

___ \$155
Filing Fee,
Registered
Agent Desig-
nation and
Certified Copy

✓ ___ \$160
Filing Fee,
Registered
Agent Desig-
nation, Certified
Copy, and
Certificate


From: James R. Lavigne
Lavigne, Coton & Associates, P.A.
5301 Conroy Road
Suite 140
Orlando, Florida 32811
(407)316-9988 (phone)
(407) 316-8820 (fax)

**ARTICLES OF ORGANIZATION
OF
WATERITE USA, LLC**

03 FEB -4 AM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be WATERITE USA, LLC ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 43344 Highway 27, Davenport, Florida 33837.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual] unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is Gary Leventhal, 43344 Highway 27, Davenport, Florida 33837.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her

interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

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OFFICE OF STATE
COMMISSIONER, FLORIDA
MAY 3 2006

ARTICLE VIII – TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are

NAME	ADDRESS
Tony Allen	27 Perryfields Road Bromsgrove Worcs. B61 8SY United Kingdom
Scott Leventhal	43344 Highway 27 Davenport Florida 3383
Alan Webster	43344 Highway 27 Davenport Florida 33837
Don Wherrett	43344 Highway 27 Davenport, FL 33837
Gary Leventhal	43344 Highway 27 Davenport, FL 33837

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed to these articles of organization at Orlando, Florida on 31st day of January, 2003.

Gary Leventhal
Gary Leventhal
43344 Highway 27
Davenport, FL 33837

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SECRETARY OF STATE
ORLANDO, FLORIDA

STATE OF FLORIDA
COUNTY OF ORANGE

Sworn to and subscribed before me this 31st day of January, 2003 by
GARY Leventhal who is personally known to me,
James R. Lavigne

Notary Public -- State of Florida/Commissioner for Oaths
.....(name, typed or printed).....

Personally Known
OR
Produced Identification
Type of Identification Produced
(Seal)

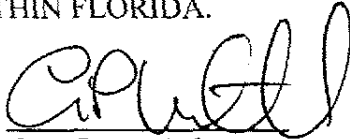
JAMES R. LAVIGNE
NOTARY PUBLIC
STATE OF FLORIDA
My Commission Expires 24, 2006

JAMES R. LAVIGNE
NOTARY PUBLIC
STATE OF FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN COMPLIANCE WITH SECTIONS 48.091 AND 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

WATERITE USA, LLC desiring to organize under the laws of the State of Florida, with its principal place of business in the City of Orlando, Florida, has named Gary Leventhal, located at 43344 Highway 27, Davenport, Florida 33837 as its AGENT FOR ACCEPTANCE OF SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: _____


Gary Leventhal

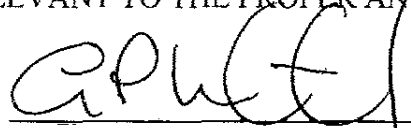
DATE: _____

1-31-03

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY. FURTHER, I CERTIFY THAT I AM FAMILIAR WITH AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES, INCLUDING THE DUTIES AND OBLIGATIONS PROVIDED FOR IN SECTION 607.325, RELEVANT TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: _____


Gary Leventhal

DATE: _____

1-31-03

EXHIBIT "A"

Member

Initial Capital Contribution

Tony Allen
27 Perryfields Road
Bromsgrove
Worcs. B61 8SY
United Kingdom

52 units @ \$20.00 per unit = \$1,040.00

Alan Webster
43344 Highway 27
Davenport
Florida 33837

12 units @ \$20.00 per unit = \$240.00

Don Wherrett
43344 Highway 27
Davenport
Florida 33837

12 units @ \$20.00 per unit = \$240.00

Gary Leventhal
43344 Highway 27
Davenport, FL 33837

12 units @ \$20.00 per unit = \$240.00

Scott Leventhal
43344 Highway 27
Davenport
Florida 33837

12 units @ \$20.00 per unit = \$240.00

Total:

\$2,000.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA