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FLORIDA DIVISION OF CORPORATIONS

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((H97000012971 2))

TO: DIVISION OF CORPORATIONS
(850)922-4001

FAX #:

FROM: BUSINESS WORLD TRANSACTIONS, INC.
104512000707

ACCT#:

CONTACT: GEORGE G PICARDIE
PHONE: (305)867-8448
(305)867-8200

FAX #:

NAME: AMERICA WATER TREATMENT, CORP.

AUDIT NUMBER.....H97000012971

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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FLORIDA
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: AMERICA WATER TREATMENT, CORP.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

11261 N.W. 7 ST. SUITE 11
MIAMI, FL. 33172

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: **One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "COMMON SHARES."**

ARTICLE IV
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

GEORGE GASTANETA
11261 N.W. 7 ST. SUITE 11
MIAMI, FL. 33172

Prepared By: GEORGE GASTANETA
11261 N.W. 7 ST. SUITE 11
MIAMI, FL. 33172
305 223 9700

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TALLAHASSEE, FLORIDA

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ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Marcelo Donoso
1147 N.W. 123 Ct.
Miami, FL 33182

Director & President

Manuel Palou
7040 Coral Way
#504
Miami, FL 33155

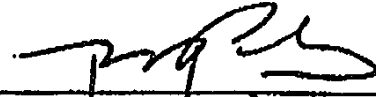
Director & Vice-President

George Gastaneta
11261 N.W. 7 St.
#11
Miami, FL 33172


Director & Secretary & Treasurer

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

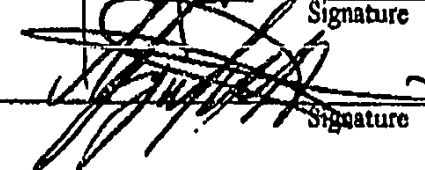
7 day of August, 19 97



Signature



Signature



Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

AMERICA WATER TREATMENT, CORP.
(must include suffix)

2. The name and address of the registered agent and office is:

George Gastaneta
(NAME)

11261 N.W. 7 St. #11
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Miami, Fl. 33172
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

SIGNATURE

8-7-97
(DATE)

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