

F97000005984

TRANSMITTAL LETTER

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

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-11/12/97--01061--003
*****70.00 *****70.00

SUBJECT: WATER KING, INC.
(Name of corporation)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

G. STEVEN BROWN

(Name of Person)

HENDRY, STONER, SAWICKI, BOWEN & BROWN

(Firm/Company)

200 E. Robinson Street, Suite 500

(Address)

Orlando, Florida 32801

(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

G. Steven Brown

(Name of Person)

at (407) 843-5880
Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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11/12

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:

1. WATER KING, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE 3. 06-1483300
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 11, 1997 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Has not yet transacted business
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 1450 Kastner Place, Suite 100B
Sanford, Florida 32771
(Current mailing address)

8. To Engage in any lawful act or activity for which corporation may be organized
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Florida Corporate Support, Inc.

Office Address: 200 E. Robinson Street, Suite 500

Orlando, Florida, 32801
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(Registered agent's signature) President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Christopher Crewe-Read

Address: 1450 Kastner Place, Suite 100B, Sanford, Florida 32771

Vice Chairman: _____

Address: _____

Director: Christopher Crewe-Read

Address: 1450 Kastner Place, Suite 100B, Sanford, FL 32771

Director: _____

Address: _____

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B. OFFICERS

President: John G. Beaumont

Address: 1450 Kastner Place, Suite 100B, Sanford, Florida 32771

Vice President: Christopher Crewe-Read

Address: 1450 Kastner Place, Suite 100B, Sanford, Florida 32771

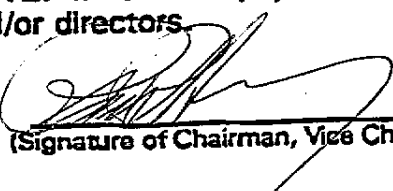
Secretary: Robert R. Hendry

Address: 200 E. Robinson Street, Suite 500, Orlando, Florida 32801

Treasurer: NA

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13.  _____
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Robert R. Hendry, Secretary
(Typed or printed name and capacity of person signing application)

State of Delaware
Office of the Secretary of State

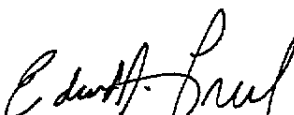
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WATER KING, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTH DAY OF NOVEMBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

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11-07-97