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January 10, 2000

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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-01/11/00--01036--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Articles of Incorporation for:  
ALLSTAR WATER, INC.

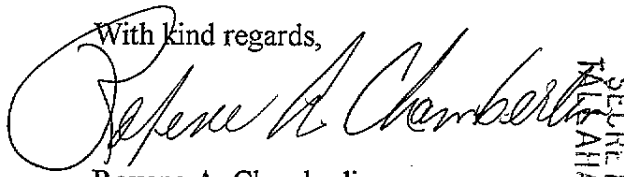
Dear Sir/Madame,

Enclosed please an original and one (1) copy of Articles of Incorporation for filing in the state records, along with a check in the amount of \$70.00 for the filing of same.

Please note the listing for the PRINCIPAL OFFICE and REGISTERED AGENT is noted on Page Two of Article VI.

Please forward a copy of the filed articles to the address listed above.

With kind regards,

  
Roxene A. Chamberlin  
Legal Assistant

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

00 JAN 11 PM 2:30

FILED

/rac

Enclosures: Articles of Incorporation (2)  
Check for \$70.00

**ARTICLES OF INCORPORATION  
OF  
ALLSTAR WATER, INC.**

**FILED**  
00 JAN 11 PM 2:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**THE UNDERSIGNED**, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

**WITNESSETH:**

**ARTICLE I  
NAME**

The name of the Corporation is:

**ALLSTAR WATER, INC.**

**ARTICLE II  
DURATION**

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of Florida.

**ARTICLE III  
PURPOSES**

This Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV  
CAPITAL STOCK**

This Corporation is authorized to issue 7,500 shares of Common Stock, One Dollar par value.

**ARTICLE V  
QUORUM FOR STOCKHOLDERS MEETINGS**

Unless otherwise provided for in the Corporation's Bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of stockholders.

**ARTICLE VI**  
**PRINCIPAL OFFICE AND INITIAL REGISTERED**  
**OFFICE AND REGISTERED AGENT**

The street address of the corporations principal office is: **706 Hall Street, Fruitland Park, Florida 34731**. The street address of the **INITIAL REGISTERED AGENT** and registered office of this Corporation is **706 Hall Street, Fruitland Park, Florida 34731** and the name of the initial registered agent of this corporation at such address is **Christina Stephens**.

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.

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time in the manner provided in the Bylaws, but shall never be less than one. The name and address of the initial director of the corporation is as follows:

Christina Stephens  
706 Hall Street  
Fruitland Park, Florida 34731

**ARTICLE VIII**  
**INCORPORATORS**

The name and address of the Corporation's incorporator is:

Christina Stephens  
706 Hall Street  
Fruitland Park, Florida 34731

**ARTICLE IX**  
**INDEMNIFICATION**

The Corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

**ARTICLE X**  
**LIMITATION ON STOCKHOLDER SUITS**

Stockholders shall not have a cause of action against the Corporation's Officers, Directors or agents as a result of any action taken, or as a result of their failure to take any action, unless deprivation of such right is deemed a nullity because, in the specific case, deprivation of a right of action would be impermissibly in conflict with the public policy of the State of Florida. The fact that this Article shall be inapplicable in certain circumstances shall not render it inapplicable in any other circumstances and the Courts of the State of Florida are hereby granted the specific authority to restructure this Article, on a case by case basis or generally, as required to most fully give legal effect to its intent.

\* \* \*

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation on the date of signing.

Dated: December 6, 1999.

By: Christina Stephens  
Christina Stephens  
Incorporator

Christina Stephens  
Christina Stephens  
Registered Agent

**FILED**  
00 JAN 11 PM 2:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA