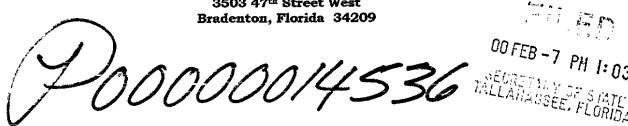
Scott E. Hoppe 3503 47th Street West



February 1, 2000

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

Aquascapes, Inc. Re:

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation for Aquascapes, Inc. as well as a check in the amount of \$78.75 which represents payment for the filing fee and Certificate of Status.

Thank you for your assistance in this matter.

*****78.75 *****78.75

Scott E. Hoppe 3503 47th Street West

Bradenton, Florida 34209

(941) 794-1004

Enclosures

ARTICLES OF INCORPORATION

00 FEB - 7 PH 1:04

The undersigned incorporator, for the purpose of forming a corporation under the \mathcal{L}^{SDATE} Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: AQUASCAPES, INC.

ARTICLE II

The principal place of business and mailing address of this corporation shall be: 3503 47th Street, West, Bradenton, Florida 34209.

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000, at \$1.00 par value.

ARTICLE IV

The name and Florida street address of the initial registered agent are:

Scott E. Hoppe 3503 47th Street, West Bradenton, FL 34209

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation are:

Scott E. Hoppe 3503 47th Street, West Bradenton, FL 34209

Incorporator

2/4/00 Date 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.

Registered Agent

Date