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**Mattlin & McClosky**

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GARY W. KOVACS  
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BILL J. IOANNOU  
JOHN IOANNOU, JR.

FILED  
00 FEB 25 AM 11:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

February 23, 2000

Florida Department of State  
Division of Corporations  
Attn: New Filings  
409 East Gaines Street  
Tallahassee, Florida 32399

300003147713--3  
-02/25/00--01062--025  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: e-WaterToys.com, Inc.  
Articles of Incorporation

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced entity. Kindly file same.

I have enclosed a check in the amount of \$78.75 to cover the fee for filing this document. If possible, we would appreciate a faxed copy of the stamped document when it is filed. Our fax number is (561) 395-7050. A self-addressed stamped envelope is enclosed for the return of the certified, stamped copy.

If you have any questions, please do not hesitate to contact me. Thank you for your assistance.

Jennifer L. Millett GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT OLD RA Agreement, Statement + title  
DATE 3/6 RA below  
LOC. EXAM 244 signature

Very truly yours,

Jennifer L. Millett  
Jennifer L. Millett  
Paralegal

JLM/ph  
Enclosures

H:\LIBRARY\e-WaterToys\LETTERS\secstate.jlm

S. Thompson MAR 06 2000

**ARTICLES OF INCORPORATION  
FOR  
e-WaterToys.com, Inc.**

**FILED**  
00 FEB 25 AM 11:24  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I - NAME**

The name of the corporation is e-WaterToys.com, Inc. (hereinafter referred to as the "Corporation").

**ARTICLE II - PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

**ARTICLE III - CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have the authority to issue is 100 shares of common stock, par value \$. 01 per share.

**ARTICLE IV - REGISTERED AGENT**

The street address of the initial registered office of the Corporation is Mattlin & McClosky, 2300 Glades Road, Suite 400 East, Boca Raton, Florida 33431, and the name of the initial registered agent of the Corporation at that address is Steven G. Schwartz, Esquire.

**ARTICLE V - INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office and mailing address of the Corporation is:

270 Captains Walk, #316  
Delray Beach, Florida 33483

## ARTICLE VI - DIRECTORS

The number of directors constituting the initial board of directors of the corporation is one (1). The name the person who is to serve as a member of the initial board of directors is:

Lisa Kennedy - Chairman, Director

## ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Steven G. Schwartz, Esquire  
Mattlin & McClosky  
2300 Glades Road, Suite 400 East  
Boca Raton, Florida 33431

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 23 day of February, 2000.

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

  
Steven G. Schwartz, Incorporator/Registered Agent