

**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP 7/5/00 11:00

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Articles

FILED
00 JUL -6 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1.) Sunshine Water Pooling, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

RECEIVED
00 JUL -5 AM 10:17
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

W-16920

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SPECIAL INSTRUCTIONS

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T.SMITH JUL -6 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 5, 2000

CORPORATE ACCESS, INC.
236 EAST 6TH AVE
TALLAHASSEE, FL 32303

SUBJECT: SUNSHINE WATER BOTTLING, INC.
Ref. Number: W00000016920

*Corrected
7/5/00*

We have received your document for SUNSHINE WATER BOTTLING, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6928.

Tim Burch
Document Specialist

Letter Number: 000A00037316

RECEIVED
00 JUL -6 AM 9:56
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Sunshine Water Bottling, Inc.

ARTICLE II PRINCIPAL OFFICE

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

Mailing Address Physical Address
PO Box 5 White Springs Road
Bristol, Florida 32321 Bristol, Florida 32321

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Ruth W. Attaway
22268 SR 71 N
Altha, FL 32421

ARTICLE V INCORPORATOR

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

Ruth W. Attaway
PO Box 5
Bristol, Florida 32321


Signature/Incorporator

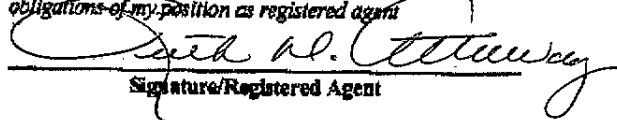
7/3/00

Date

FILED
00 JUL -6 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(An additional article must be added if an effective date is requested.)

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/Registered Agent

7/3/00

Date