

Instrument Prepared by:
Devonson A. Walker, LLB

Aquelair Inc.,

TRANSMITTAL LETTER

P000000094423

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

SUBJECT:

AQUELAIR Inc.,
Propose Corporate name

200003415622--2
-10/05/00--01105--002
*****87.50 *****87.50

Enclosed is an original and (1) copy of the articles of incorporation and a
check \$87.50 Filing Fee, Certified Copy and Certificate of Status, {for
addition copy.}

FROM: **AQUELAIR Inc.,**
4848 NW 24 Ct Suite 428
LAUDERHILL
FLORIDA 33313
(954) 471-8160
(954) 685-6689 "Pager"
<http://www.aquelair.com>

FILED
00 OCT -5 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AQUELAIR Inc.,

The undersigned incorporate(s), for the purpose of forming under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation shall be AQUELAIR Inc.

ARTICLE II
PURPOSES

The primary purpose for which the corporation is organized to provide restoration of marble, tile, Granite and or most floor surfaces or any legitimate and/or legal business in the State of Florida.

ARTICLES III
POWERS

The corporation shall have all powers not provided or which may hereafter be provided for corporations for profit by the laws of Florida, and to this effect, the corporation shall be necessary or expedient as a means of accomplishing its purposes. Included among these powers, without limitation, is the power of AQUELAIR Inc., to acquire, own or hold real and personal property; to initiate or invest in or otherwise participate in joint ventures, partnerships and other enterprises which may be established to complete the general purpose of AQUELAIR Inc., and to make and enter into all contracts, agreements and obligations in any way necessary, useful or advisable to effect the purposes of AQUELAIR Inc., and to make and enter into all contracts, agreements and obligations in way necessary, useful or advisable to effect the purposes of AQUELAIR Inc.,

ARTICLE IV
PRINCIPAL OFFICE

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Aquelair Inc.,

The principal place of business and mailing address of this corporation shall be 4848 NW 24 Ct. Suit 428, Lauderhill FL 33313. Internet and e-commerce address shall be <http://www.aquelair.com>.

ARTICLE V **DURATION**

AQUELAIR Inc., shall have a perpetual existence. The existence of AQUELAIR, Inc., shall begin immediately upon filing these Articles of Incorporation with the Secretary of State of the State of Florida and shall continue until or upon dissolution.

ARTICLE VI **SHARES**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 279,500, TWO HUNDRED AND SEVENTY-NINE THOUSAND FIVE HUNDRED Shares of common Stock each share having one dollar (\$1.00) per value.

ARTICLE VII **INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent is DAVIS, B. BRADLEY 4848 NW 24 Ct. Suit 428, Lauderhill FL 33313. I hereby certify that I am familiar with and accept the duties and responsibilities as Registered Agent of AQUELAIR.,


BRADLEY B. DAVIS
REGISTERED AGENT

ARTICLE VIII **INITIAL OFFICES**

The name and address of the initial officers are Bradley Davis, President, 4848 NW 24 Ct. Suit 428, Lauderhill FL 33313.

ARTICLE IX **BYLAWS**

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of directors equal to a majority of the number who would constitute

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a full Board of Director (s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

Bylaws may be made, altered, or rescinded at a regular meeting of the membership by a majority vote provide the membership receives a draft of the proposed change (s) in the bylaws thirty (30) days in advance of that meeting.

ARTICLE X **INCORPORATE (S)**

The name(s) and address(s) of the incorporate(s) to these Articles of Incorporation is (are) Bradley Davis 4848 NW 24 Ct. Suit 428, Lauderhill FL. 33313.

ARTICLE XI **AMENDMENT**

The Corporation reserves the right to amend, alter, change repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable status of the State of Florida, and all right conferred upon shareholders in these Articles of Incorporation of any amendment hereto are granted subject to this reservation.

ARTICLE XII **INDEMNIFICATION**

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for director, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation request while a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation

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also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to indemnification or advance of agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, of the attorney fees or expenses shall be held invalid as contrary to law or public policy it shall be severable and the provisions remaining shall not be otherwise affected. All references in the Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and person representatives of such persons.

ARTICLE
XII-a

The corporations shall indemnify its directors, officers, employees and agents to the full extent permitted by the Florida Profession Service Corporation and Limited Liability Company Act.

The undersigned incorporate has executed these Article of Incorporation this 1st of October, 2000.


BRADLEY B. DAVIS