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Florida Department of State  
Division of Corporations  
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To: Division of Corporations  
Fax Number : (850) 205-0381

From: Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

**FLORIDA PROFIT CORPORATION OR P.A.****AQUARIUS ENTERPRISES INC.**

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TALLAHASSEE, FLORIDA

Bm 3/13

ARTICLE OF INCORPORATION

OF

AQUARIUS ENTERPRISES INC.

THE UNDERSIGNED INCORPORATOR(S), FOR THE PURPOSE OF FLORIDA A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF CORPORATION.

ARTICLE I NAME

THE NAME OF THE CORPORATION WILL BE: AQUARIUS ENTERPRISES INC. THE PRINCIPLE PLACE OF BUSINESS OF THIS CORPORATION WILL BE: THE STATE OF FLORIDA AND ALL THE UNITED STATES: 5555 COLLINS AVE, SUITE# 92; MIAMI BEACH, FL 33140.

ARTICLE II NATURE OF BUSINESS

THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES, THE STATE OF FLORIDA OR ANY OTHER STATES, COUNTRY, TERRITORY, OR NATION.

ARTICLE III CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK AND IT'S VALUE THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANYONE TIME IS: ONE HUNDRED SHARES OF COMMON STOCK WITH PER VALUE OF THE (\$1.00) DOLLARS PER SHARE, ALL OF THE STOCK WILL BE PAYABLE IN CASH, REAL OR PERSONAL PROPERTY, OR LABORS, OR SERVICES IN LIEU OF CASH VALUATION OF ANY OF THE ABOVE TO BE FIXED BY THE BOARD OF DIRECTORS OF THIS CORPORATION.

Prepared By: J & C Accounting Services, Inc.  
18125 SW 138 CT.  
Miami, FL 33177  
(305) 578-3634

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ARTICLE IV OF EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY

ARTICLE V OFFICERS DIRECTORS

THE NAME(S) AND STREET ADDRESS(E) OF THE INITIAL OFFICER(S) AND DIRECTOR(S), IF ANY, WHO WILL HOLD OFFICE THE FIRST YEAR OF THE CORPORATION'S EXISTENCE UNTIL THEIR SUCCESSOR(S) IS/ARE ELECTED, IS/ARE:

HILDA RABILERO - PRESIDENT  
5555 COLLINS AVE, SUITE# 9Z  
MIAMI BEACH, FL 33140

HILDA RABILERO - TREASURER  
5555 COLLINS AVE, SUITE# 9Z  
MIAMI BEACH, FL 33140

HILDA RABILERO - VICE PRESIDENT  
5555 COLLINS AVE, SUITE# 9Z  
MIAMI BEACH, FL 33140

ARTICLE VI INCORPORATOR(S)

THE NAME(S) AND STREET ADDRESS(E'S) OF THE CORPORATOR(S) TO THIS ARTICLES OF INCORPORATION IS/ ARE:

HILDA RABILERO - PRESIDENT  
5555 COLLINS AVE, SUITE# 9Z  
MIAMI BEACH, FL 33140

HILDA RABILERO - VICE PRESIDENT  
5555 COLLINS AVE, SUITE# 9Z  
MIAMI BEACH, FL 33140

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR(S) HAS/HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 10. OF JANUARY, 2002.

  
PRESIDENT  
HILDA RABILERO

  
VICE PRESIDENT  
HILDA RABILERO

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statute, the undersigned corporation, organized under the laws of the State of Florida, submits the following statements in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

AQUARIUS ENTERPRISES INC.

2. The name and address of the registered agent and office is:

HILDA RABILERO

5555 COLLINS AVE. SUITE# 92

(P.O. BOX NOT ACCEPTABLE)

MIAMI BEACH, FL 33140

(CITY / STATE / ZIP)

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TALLAHASSEE, FLORIDA

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SIGNATURE

TITLE

DATE

*Hilda Rabiero*

PRESIDENT

3/8/02

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE

*Hilda Rabiero*

3/8/02