

P0200003256j

JERMH CORPORATION  
ROBERTO I. FERNANDEZ  
8518 S.W. 8 TH ST., SUITE 1340  
MIAMI, FL 33173


March 15th, 2002

700005133507--6  
-03/19/02--01020--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FL 32314

Enclosed are the Articles of Incorporation of a new corporation: AQUACORP USA, INC.  
Also, please find a check for \$70.00 to cover the filing fees.

Sincerely

  
Jermh Corporation  
Roberto I. Fernandez  
Accountant

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 MAR 19 PM 4:52

3-25-02  
WC

**ARTICLES OF INCORPORATION**

**OF**

**AQUACORP USA, INC.**

**ARTICLE I - NAME**

**The name of this corporation is: AQUACORP USA, INC.**

**ARTICLE II - DURATION**

**This corporation is to have perpetual existence commencing April 1st, 2002**

**ARTICLE III - PURPOSE**

**This corporation is organized for the purpose of transacting any and all lawful business.**

**ARTICLE IV CAPITAL STOCK**

**This corporation is authorized to issue 500 shares of One Dollar (\$1.00) par value common stock. The whole or any part of the capital stock of this corporation shall be payable in lawful money of the United States of America or property, labor or services at a valuation to be fixed by the Director.**

**ARTICLE V INITIAL REGISTERED OFFICE AND AGENT**

**The street address of the initial principal office of this corporation is : 2880 Le Jeune Rd., Coral Gables, FL 33134, and the name and address of the initial registered agent is Diego Bonilla, at 2880 Le Jeune Rd., Coral Gables, FL 33134.**

**ARTICLE VI INITIAL BOARD OF DIRECTORS**

**This Corporation shall have two directors initially. The number of directors may be increased by the By-Laws to seven directors, but shall never be less than one.**

**The names and addresses of the initial directors of this corporation are:**

**Diego Bonilla**

**2880 Le Jeune Rd.,**

**Coral Gables, FL 33134**

**Juan Carlos Garzon**

**2880 Le Jeune Rd.**

**Coral Gables, FL 33134**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 MAR 19 PM 4:52

#### ARTICLE VII INITIAL SUBSCRIBERS OF THE STOCK

The names and post office addresses of each subscriber and the number of shares of stock which each agrees to take are as follows, all the proceeds of which will amount to at least \$ 500.00.

Diego Bonilla	\$ 100.00	Juan Carlos Garzon	\$ 400.00
2880 Le Jeune Rd.	100 Sh.	2880 Le Jeune Rd.	400 Shares
Coral Gables, FL 33134		Coral Gables, FL 33134	

#### ARTICLE VIII INCORPORATION

The names and addresses of the persons signing these Articles are

Juan Carlos Garzon 2880 Le Jeune Rd., Coral Gables, FL 33134  
Diego Bonilla 2880 Le Jeune Rd., Coral Gables, FL 33134

#### ARTICLE IX INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

#### ARTICLE X OFFICERS

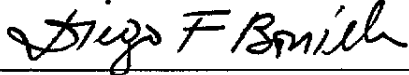
This corporation shall initially have two officers consisting of a President/Treasurer and a VicePresident/ Secretary.

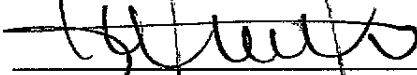
The number and type of officers may change from time to time by the bylaws, but shall never be less than one officer consisting of a President/Secretary.

The names and addresses of the officers are as follows:

Diego Bonilla, 2880 Le Jeune Rd., Coral Gables, FL 33134, as President/Treasurer  
and Juan Carlos Garzon, 2880 Le Jeune Rd., Coral Gables FL 33134, as Vice President Secretary.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14th day of March 2002.

  
\_\_\_\_\_  
Diego Bonilla

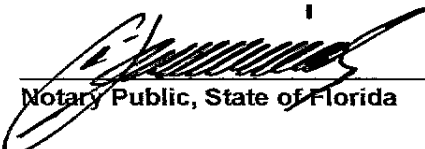
  
\_\_\_\_\_  
Juan Carlos Garzon

STATE OF FLORIDA  
:SS:  
COUNTY OF MIAMI-DADE:

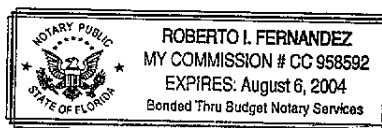
BEFORE ME, A Notary Public authorized to take acknowledgments personally  
appeared Diego Bonilla and Juan Carlos Garzon, known to me and known by me  
to be the persons who executed the foregoing Articles of Incorporation and they  
acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official  
seal in the State and County aforesaid, this

\_\_\_14th\_\_\_ day of \_\_\_March\_\_\_, 2001

  
\_\_\_\_\_  
Notary Public, State of Florida

My commission expires:




FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 MAR 19 PM 4:52

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, Diego Bonilla, 2880 Le Jeune Rd, Coral Gables, FL, 33134,  
hereby is familiar and accepts the duties and responsibilities as  
Registered Agent for AQUACORP USA, INC.

Dated      March 14th, 2002

  
\_\_\_\_\_  
DIEGO BONILLA