

Division of Corporations

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Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

AQUA AZUL INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AQUA AZUL INC.

ARTICLE I

The name of the corporation is AQUA AZUL INC., (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 4011 Monroe Street, Hollywood, Florida 33021.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

(1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or

(2) If the holders of not less than fifty (50) percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 103 N. Meridian Street, Lower Level, City of Tallahassee, County of Leon, State of Florida 32301 and the name of its initial registered agent at such office is CorpDirect Agents, Inc.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one (1) director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The Board of Directors shall initially consist of one (1) member and the name and address of such member, who will serve until his successors is duly elected and qualified, is:

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Joseph A. Bellosi
4611 Monroe Street
Hollywood, FL 33021

ARTICLE VII

The name of the Incorporator is Joseph A. Bellosi and the address of the Incorporator is 4611 Monroe Street, Hollywood, Florida 33021.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 16th day of April, 2002.


Joseph A. Bellosi, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of AQUA AZUL INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

CorpDirect Agents, Inc.


As Agent for the Registered Agent - Pam Wolfe

Dated: April 16, 2002

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TALLAHASSEE, FLORIDA

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