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TRANSMITTAL LETTER

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

SUBJECT: Ning's uxter Plus inc. (PROPOSED CORPORATE NAME-MUST INCLUDE SUFFIX)				
Enclosed is an original a	nd one(1) copy of the article			
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy	\$87.50 Filing Fee, Certified Copy & Certificate	
		ADDITIONAL COPY REQUIRED		
FROM: Nina Schlussel Name (Printed or typed)				
5636 Swift Rd Address				
Sarasota F1 34231 City, State & Zip				

NOTE: Please provide the original and one copy of the articles.

941-22 8-0955 Daytime Telephone number

ARTICLES OF INCORPORATION

OF

Nina's Water Plus, Inc.

FILED

02 NOV -7 PM 1:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I, CORPORATE NAME.

The name of this corporation is: Nina's Water Plus, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of Nina's Water Plus, Inc. shall be:

5636 Swift Road

Sarasota, Florida 34231

ARTICLE III. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all businesses permitted under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 7,000 shares of common stock having par value of \$1.00 per share.

ARTICLE V. TERM OF EXISTENCE.

This Corporation shall have perpetual existence and these articles shall be effective when duly filed with the Florida Secretary of State.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one. The person named as initial director shall hold office for the first year of existence of this Corporation or until a successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VII. INITIAL DIRECTORS.

The name of the initial director of this Corporation and street address is:

Nina Schlussel 5636 Swift Road Sarasota, Florida 34231

ARTICLE VIII. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Nina Schlussel 5636 Swift Road Sarasota, Florida 34231

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE IX. INCORPORATION.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Nina Schlussel 5636 Swift Road Sarasota, Florida 34231

ARTICLE X. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned Nina Schlussel, as Incorporator, has executed the foregoing Articles of Incorporation on the day of November, 2002.

Nina Schlussel, Incorporator

CERTIFICATE OF ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, Nina Schlussel, having been named as Registered Agent to accept service of process for Nina's Water Plus, Inc. at the place designated in this certificate, hereby states he is familiar with and accepts the appointment as Registered Agent and agrees to act in this capacity:

Registered Agent:

NINA SCHLUSSEL

Registered Office:

5636 Swift Road

Sarasota, Florida 34231

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5^{tr} day of November, 2002.

Nina Schlussel, Registered Agent