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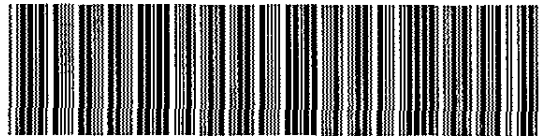
(Business Entity Name)

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04 APR -2 AM 10:58  
DEPT. OF REVENUE  
TALLAHASSEE, FLORIDA  
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04 APR -2 PM 12:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C. Castellano APR 02 2004

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**LAZARUS CORPORATE FILING SERVICE**

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**MIAMI, FLORIDA (305)552-5973**

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. AQUA PURE WATER SOLUTIONS, INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF AMENDMENT**  
**TO**  
**ARTICLES OF INCORPORATION**  
**OF**  
**AQUA PURE WATER SOLUTIONS, INC**

Pursuant to the provisions of sections 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendments to its articles of incorporation:

FIRST: Amendment(s) adopted: (Article # VI Directors, Added)

Article # VI Directors

This is to acknowledge that the subject Florida profit corporation is adding Andres D'Antoni as one of its Directors.

SECOND: Amendment(s) adopted: (Article # III Shares)

The shares of the corporation (100 shares) are to be split in the following manner:

Juan M. Clark Jr.	President	75 % (equaling 75 shares)
Andres D'Antoni	Director	25 % (equaling 25 shares)

THIRD: The date of each amendment's adoption: March 30, 2004

FOURTH: Adoption of Amendment(s)

The amendment(s) was/were approved by the shareholders. The number of votes cast for

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TALLAHASSEE, FLORIDA

the amendment(s) was/were sufficient for approval.

Signed this 31 day of MARCH, 2004.

Signature Juan Clark  
(By the Chairman or Vice Chairman of the directors, President or other officer  
if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

JUAN M. CLARK

Typed or printed name

Juan Clark  
President