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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

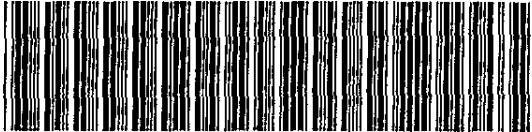
(Business Entity Name)

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TRANSMITTAL LETTER

2005 JAN 24 PM 1:38

STATE
TALLAHASSEE FLORIDA

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

SUBJECT: Bluwater Inc. of Orlando
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: Michael Speck & Associates Inc.
Name (Printed or typed)

1912 B Lee Road
Address

Orlando, FL 32810
City, State & Zip

407/521-8973
Daytime Telephone number

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

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ARTICLES OF INCORPORATION

STATE
ALLAHOSSCE FLORIDA

OF

BLUWATER INC. OF ORLANDO

I, the undersigned, being a natural person of legal age do hereby desire to form a corporation under the laws of the State of Florida, and do hereby adopt the following Articles of Incorporation

ARTICLE I

The name and address of the Corporation shall be:

BluWater Inc. of Orlando
1204 Andes Road
Winter Springs, FL 32708

ARTICLE II

This Corporation shall have the power to authorize and permit to engage in the practice of manufacturing, producing, importing, purchasing or otherwise acquiring, holding, owning, using, exporting, selling at wholesale, or otherwise dispose of equipment and supplies of any and all kinds and, permitted by laws or otherwise, its being the intention that this Corporation shall have the right to engage in any business or activity not expressly prohibited by applicable law of the State of Florida.

ARTICLE III

The maximum number of shares of stock of this Corporation which the Corporation if authorized to have outstanding at any one time is seventy-five thousand (75,000) share of common capital stock having par value of ten cents (\$.10) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors of said Corporation.

ARTICLE IV

The street address of the initial registered office of this Corporation and the initial registered agent

of this Corporation at this address is listed below:

<u>Registered Agent</u>	<u>Address</u>
Sidney J. Miller	1204 Andes Road Winter Springs, FL 32708

ARTICLE V

INITIAL BOARD OF DIRECTORS

The business of the Corporation shall be conducted and managed by the Board of Directors consisting of not less than one (1) members, as fixed from time to time by the bylaws of this Corporation and the Board of Directors shall be elected or appointed by the shareholders of the Corporation, but it shall not be necessary for any such director to be a shareholder of the Corporation.

The name and address of the first Board of Directors who shall not hold office until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
Sidney J. Miller	1204 Andes Road Winter Springs, FL 32708

ARTICLE VI

INCORPORATOR

The name and address of the persons signing these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Sidney J. Miller	1204 Andes Road Winter Springs, FL 32708

ARTICLE VII

INDEMNIFICATION

Every director, officer, employee, or agent of the Corporation shall be indemnified by the Corporation against all expenses and liabilities including counsel fees, reasonably incurred or by reason

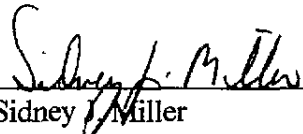
of their being imposed upon him or her, in connection with any proceeding to which he or she may be made party or in which he or she may become involved by reasons of his or her employment or by reason of his or her being or have been a director, officer, employee or agent of the Corporation, or any settlement thereof, whether or not he or she is a director, officer, employee or agent at the time such expenses are incurred, except in such cases wherein the director, officer, employee or agent is adjudged liable negligence or misconduct in the performance of his or her duties as such director, officer, employee or agent.

The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director, officer, employee or agent may be entitled.

ARTICLE VIII

The Corporation reserves the right to amend, alter, change, repeal and revise any provisions of this Corporation's Articles of Incorporation in the manner now or hereinafter prescribed by the statute and all rights conferred on shareholders herein are granted subject to this reservation.

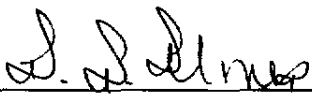
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 14th day of January, 2005.



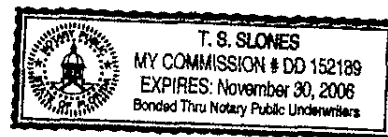
Sidney J. Miller

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME. The undersigned officer, personally appeared or personally known Sidney J. Miller to me, who produced [circled signature] as identification, and personally appeared and known to me to be the person described in and who executed the foregoing Articles of Incorporation and he or she acknowledges the me that after reading the same, the matter set forth therein are true and correct to the best of his or her knowledge and belief.



Notary Public, State of Florida



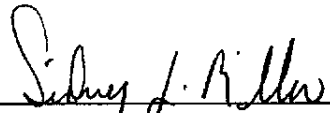
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING
UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act.

First, the BluWater Inc. of Orlando desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Winter Springs, County of Seminole, State of Florida, has named Sidney J. Miller located at 1204 Andes Road, City of Winter Springs, County of Seminole, State of Florida, as its agent to accept service of process within the State.

ACKNOWLEDGMENT: (Must be signed by designated agent.)

Having been named to accept service of process for the above stated Corporation, at the place designed in this Certificate, I hereby accept to act in this capacity, and agree to comply with provisions of said Act relative to keeping open said office.



Sidney J. Miller
(Registered Agent)

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ALLIANCE OF FLORIDA