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FLORIDA PROFIT CORPORATION OR P.A.

ChlorFree USA, Inc

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ARTICLES OF INCORPORATION

OF

ChlorFree USA, Inc

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I: NAME

The name of the corporation (hereafter "Corporation") is ChlorFree USA, Inc

ARTICLE II: PURPOSE

The purpose for which the Corporation is organized is to engage in and carry on all lawful business, and to do those things that are necessary and proper in connection hereof, including but not limited to, the following:

- (a) To purchase, lease or otherwise acquire, to own, hold, maintain, improve, operate, mortgage, sell, pledge, convey, lease, sublease, or otherwise deal in and dispose of real property of every kind, character, and description whatsoever in furtherance of the professional business of the Corporation and in connection with any other business activity in which the Corporation may engage.
- (b) To enter into and make all necessary contracts for the conduct of its business with any person, partnership, association, corporation, or other entity, and to perform, carry out, cancel, and rescind those contracts.

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(c) To borrow or raise money reasonably required in the conduct of its business and in connection with any proper business activity in which the Corporation may be engaged, and to execute and deliver any instruments that may be necessary to evidence the borrowing.

(d) To form and become a participant in any partnership, limited partnership, or joint venture with any other individuals, firms, corporations, or entities, and to become a shareholder in any corporation for profit, and to become a member of any association, nonprofit corporation, or other entity.

(e) To carry on any other business in connection with an incidental to any of the foregoing businesses, transactions, and dealings; and to do any other act legal under the laws of the State of Florida with all the powers conferred on corporations by the laws of the State of Florida.

(f) To invest the funds of the Corporation in real properties, mortgages, bonds or any other types of investments, to receive, collect, reinvest, and dispose of the interest, dividends, and income arising from such property, and to possess and exercise in respect thereof all the rights, powers, and privileges of ownership, including all voting powers of any stocks so owned.

(g) To establish and carry out pension, profit-sharing, share bonus, share-purchase, incentive, and benefit plans, trusts and provisions for the directors, officers and employees of the Corporation.

(h) To restrict the manner in which, and the persons to whom, its capitals stock shall be issued or transferred, and to enact bylaws to put these restrictions into effect.

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(i) To do everything necessary, proper, advisable, or convenient to accomplish the purposes, attain the objectives, or further the powers that are set forth in these Articles of Incorporation and that are incidental to, pertaining to, or growing out of its Corporation and Limited Liability Company Act as presently enacted and as may be amended or superseded by any other statute.

ARTICLE III: ELECTION UNDER CORPORATION ACT

The Corporation elects to be governed by the provisions of the Florida Corporation and Limited Liability Company Act.

ARTICLE III: DURATION

The term of existence of the Corporation is perpetual.

ARTICLE IV: REGISTERED OFFICE

The street address of the Corporation's initial registered office in this State is 909 Greentree Road, Winter Park, Florida 32789. The initial registered agent for the Corporation at that address is Frank H. Gay. The mailing address of the initial principal office of the Corporation is 909 Greentree Road, Winter Park, Florida 32789.

ARTICLE V: SHARES

The maximum number of shares this Corporation is authorized to issue is One Thousand (1,000), all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

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ARTICLE VI: INITIAL BOARD OF DIRECTORS

The initial board of directors shall consist of one member. The name and address of the person who will serve on the initial board of directors is:

<u>Name</u>	<u>Address</u>
Frank H. Gay	909 Greentree Road Winter Park, FL 32789.

ARTICLE VII: INCORPORATOR'S ADDRESS

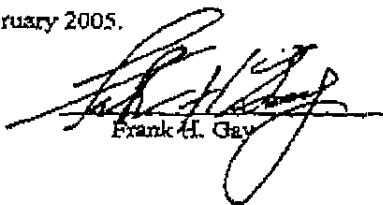
The name and street addresses of the person signing these articles of incorporation is:

<u>Name</u>	<u>Address</u>
Frank H. Gay	909 Greentree Road Winter Park, FL 32789

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 2nd day of February 2005.


Frank H. Gay


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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ChlorFree USA, Inc. The above-named corporation at the place designated in the above described articles, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent pursuant to F.S.

607.0501


Frank H. Gay

Dated this 2nd day of February, 2005

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