

Dec. 28, 2005 10:12AM
Division of Corporations

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Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

05 DEC 28 AM 7:51

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

WATER SOLUTIONS MARKETING, INC.

Certificate of Status	0
Certified Copy	0
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Florida Dept. of State



December 28, 2005

FLORIDA DEPARTMENT OF STATE
Division of Corporations

WATER SOLUTIONS MARKETING, INC.
7307 SANDSCOVE COURT
SUITE 11
WINTER PARK, FL 32792

SUBJECT: WATER SOLUTIONS MARKETING, INC.
REF: P05000155238

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet:

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The current name of the entity is as referenced above. Please correct your document accordingly.

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Alan Crum
Document Specialist

FAX Aud. #: H05000292640
Letter Number: 205A00073701

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
WATER SOLUTIONS MARKETING, INC.**

FILED
05 DEC 28 AM 7:51
CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting in his capacity as the President of Water Solutions Marketing, Inc. (the "Corporation"), a Florida corporation, on behalf of the Corporation, has executed these Amended and Restated Articles of Incorporation, as approved and adopted by the Board of Directors pursuant to Florida Statutes Section 607.1005.

The date of adoption of these Amended and Restated Articles of Incorporation is December 21, 2005.

These Amended and Restated Articles of Incorporation were approved by the Board of Directors of the Corporation before the Corporation has issued any shares of stock of the Corporation.

These Amended and Restated Articles amend and restate in the entirety the Corporation's Articles of Incorporation, as filed with the Florida Department of State on November 23, 2005 and amended on November 29, 2005.

ARTICLE I

Name. The name of the Corporation is *THE COLTON COMPANIES, INC.* (the "Corporation").

ARTICLE II

Capital Stock. The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors.

ARTICLE III

Term of Existence. The Corporation shall have perpetual existence.

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ARTICLE IV.

Initial Registered Office and Agent. The street address of the initial registered office of the Corporation is 111 North Orange Avenue, Suite 1200, Orlando, Florida 32801 and the name of the initial registered agent of the Corporation at that address is GARY M. BERKSON.

ARTICLE V.

Number of Directors. The Board of Directors of the Corporation shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the shareholders in accordance with the Bylaws of the Corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The directors may authorize and require the payment of the reasonable expenses incurred by directors in attending meetings of the directors. Nothing in this Article shall be construed to preclude a director from serving the Corporation in any other capacity and receiving compensation therefor.

ARTICLE VI.

Board of Directors. The name and street address of each member of the Corporation's Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
CHRISTIAN C. COLTON	7307 Sandscove Court, Suite 11 Winter Park, FL 32792

ARTICLE VII.

Incorporator. The name and street address of each incorporator to these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
CHRISTIAN C. COLTON	7307 Sandscove Court, Suite 11 Winter Park, FL 32792

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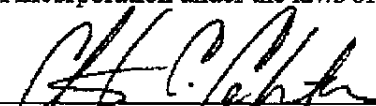
ARTICLE VIII

Lost or Destroyed Certificates. Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of the Corporation.

ARTICLE IX

Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

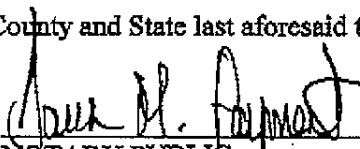
IN WITNESS WHEREOF, the undersigned does set his hand and seal and has acknowledged and filed the foregoing Amended and Restated Articles of Incorporation under the laws of the State of Florida this 21st day of December, 2005


CHRISTIAN C. COLTON, President

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared CHRISTIAN C. COLTON, to me personally known to be the person described in and who executed the foregoing Amended and Restated Articles of Incorporation and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 21st day of December, 2005.


NOTARY PUBLIC



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**CERTIFICATE DESIGNATING
REGISTERED OFFICE AND REGISTERED AGENT**

THE COLTON COMPANIES, INC.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

- I. The name of the Corporation is **THE COLTON COMPANIES, INC.**
- II. As designated in the Amended and Restated Articles of Incorporation filed with this certificate, the name and the Florida street address of the registered agent is:

GARY M. BERKSON
111 North Orange Avenue, Suite 1200
Orlando, Florida 32801

- III. The street address of the registered office and the street address of the business office of the registered agent are identical.

ACKNOWLEDGMENT:

Having been designated as the Registered Agent and to accept service of process for **THE COLTON COMPANIES, INC.**, I hereby accept the designation and agree to act as the Registered Agent of said Corporation. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of such duties as Registered Agent, and I am familiar with and accept the obligations of such position.



GARY M. BERKSON

Dated: December 22, 2005.

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