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WELLBAUM & WOLFF, P.A.

R. W. WELLBAUM, JR.
LORI WELLBAUM WOLFF*
*ALSO ADMITTED IN CALIFORNIA

686 NORTH INDIANA AVENUE, SUITE A ENGLEWOOD, FLORIDA 34223 TELEPHONE (941) 474-3241 FAX (941) 475-2927

January 10, 2006

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

Re: H₂0 SALES & MARKETING, INC.

Dear Sir or Madam:

Please find enclosed an original and one copy of the Articles of Incorporation for the above referenced matter.

Please file the Articles of Incorporation with the State and return a certified copy of same to my office.

Also enclosed is a check in the amount of \$78.75 for costs of filing.

Should you have any questions, please contact my office.

Very truly yours,

for Wellhaum Wolff

LWW/ljr

Enclosures

ARTICLES OF INCORPORATION

OF

H₂0 SALES & MARKETING, INC.

FILED

06 JAN 12 AM 10: 30

Article I - Name

The name of this corporation is: H₂0 SALES & MARKETING, INC.

Article II - Duration

This corporation shall have perpetual existence.

Article III – Purpose

The purpose of this corporation shall be to be a manufacturer's agent and all related activities and any lawful business not prohibited by the laws of the State of Florida or the United States of America.

Article IV - Capital Stock

This corporation is authorized to issue one hundred (100) shares of \$1.00 dollar par value common stock.

Article V - Preemptive Rights

There shall be no preemptive rights.

Article VI - Initial Registered Office and Agent

The street address and the mailing address of the initial registered office and the principal office of this corporation is 184 Jennifer Drive, Rotonda West, Florida 33947, and the name of the initial registered agent of this corporation at that address is Robert J. Hebert.

Article VII - Initial Board of Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one.

The name and address of the director of this corporation is:

Robert J. Hebert 184 Jennifer Drive Rotonda West, Florida 33947

Article VIII - Incorporators

Robert J. Hebert 184 Jennifer Drive Rotonda West, Florida 33947

Article IX - By-Laws

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors, and the Shareholders.

Article X - Indemnification

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

Article XI - Amendment

This 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 subscribers have executed these articles of Incorporation, this Let day of Junnary, 2006.

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 6th day of January, 2006, by Robert J. Hebert

[] who is personally known to me; or

[who has provided _____ as identification.

M. Colleen Morris AY COMMISSION # DD096868 EXPIRES M. Colleen Morris Signature of Notary State of Florida

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48-091, Florida Statues, the following is submitted, in compliance with said Act:

That H₂0 SALES & MARKETING, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the town of Rotonda West, State of Florida, has named Robert J. Hebert as its agent to accept service of process within this state.

ACKNOWLEDGMENT

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

Robert J. Hebert

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