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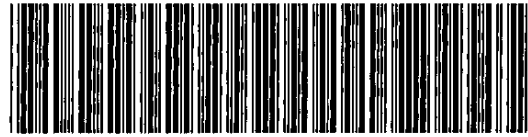
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APPROVED
AND
FILED
07 MAY 30 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W07-21634

B. McKee MAY 30 2007

IOANNOU & IOANNOU, LLP

Attorneys and Counselors at Law

18851 NE 29th Avenue
Suite 719
Miami, Florida 33180
Telephone: 786-787-0428
Facsimile: 786-787-026

May 24, 2007

VIA UNITED STATES MAIL

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

Re: LIQUID H2O, INC.

Dear Sir/Madam:

We received your letter dated May 4, 2007 declining to register the corporation LIQUID CORP., a copy of your letter is enclosed herein per your request.

Accordingly, enclosed please find a revised, original Articles of Incorporation for LIQUID H2O, Inc.

Please return all correspondence as well as the Certificate of Status and certified copy of the Articles of Incorporation to the undersigned counsel at your earliest convenience. Thank you in advance for your attention to this matter.

Sincerely,



Michael J. Ioannou

MJI/cb
Enclosure



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 4, 2007

MICHAEL J IOANNOU LLP
18851 NE 29TH AVE SUITE 719
MIAMI, FL 33180

SUBJECT: LIQUID CORP.
Ref. Number: W07000021634

We have received your document for LIQUID CORP. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 007A00031480

ARTICLES OF INCORPORATION

FOR

LIQUID H2O, INC.

In compliance with Chapter 607 of the Florida Statutes, the undersigned incorporator adopts these Articles of Incorporation for the purpose of creating a Florida profit corporation:

ARTICLE I. NAME

The name of the corporation shall be: ***LIQUID H2O, INC.***

ARTICLE II. PRINCIPAL OFFICE

The street and mailing address of the initial principal place of business of the corporation shall be 2301 S.W. 58th Avenue, West Park, Florida 33023.

ARTICLE III. PURPOSE

The purpose for which the corporation is organized is to transact any and all lawful activities permitted under the laws of the United States and the State of Florida, including the sale, distribution and promotion of liquid beverages.

ARTICLE IV. CAPITAL STOCK

The number of shares of stock that the corporation is authorized initially to have outstanding is 1,000 Shares of Common Stock at \$1.00 par value

ARTICLE V. TERM OF EXISTENCE

The corporation may exist perpetually and indefinitely.

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ARTICLE VI. DIRECTORS

All corporate powers shall be executed by or under the authority of, and the business and affairs of the corporation shall be managed by, the Board of Directors. This corporation shall have one (1) director initially.

ARTICLE VII. REGISTERED AGENT

The name and Florida street address of the initial registered agent is:


Theodore Pampoukas
2301 S.W. 58th Avenue
West Park, FL 33023

ARTICLE VIII. INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Theodore Pampoukas
2301 S.W. 58th Avenue
West Park, FL 33023

The undersigned incorporator has executed these Articles of Incorporation this 21st day of May, 2007.



Theodore Pampoukas


**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

LIQUID H2O, INC. submits the following statement in designating the registered agent/registered office, in the State of Florida. The name and Florida Street address of the registered agent registered office is:

Theodore Pampoukas
2301 S.W. 58th Avenue
West Park, FL 33023

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Dated: May 21, 2007.


Theodore Pampoukas

APPROVED
AND
FILED
07 MAY 30 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA