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1/31/08
1/31/08

FLORIDA PROFIT/NON PROFIT CORPORATION

Aquatic Habitats, Inc.

Certificate of Status	0
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2/4/08



February 1, 2008

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

SUBJECT: AQUATIC HABITATS, INC.
REF: W08000005634

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NOTED
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03 JAN 31 PM 1:24

Aquatic Eco-Systems, Inc.
2395 Apopka Boulevard
Apopka, FL 32703

February 1, 2008

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Aquatic Habitats, Inc.

Ladies and Gentlemen:

Aquatic Eco-Systems, Inc., a Florida corporation and the owner of the Florida trademark "Aquatic Habitats" bearing Document No. T98000000843, requests that the Department of State process for filing the Articles of Incorporation for Aquatic Habitats, Inc. Aquatic Habitats, Inc. will be a wholly owned subsidiary of Aquatic Eco-Systems, Inc., and as such, has permission to use the name "Aquatic Habitats".

Very truly yours,

AQUATIC ECO-SYSTEMS, INC.

By:



Todd Childress, President

{1328924:}

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

Aquatic Habitats, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

2395 Apopka Boulevard, Suite 100, Apopka, FL 32703

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

any and all lawful business

ARTICLE IV SHARES

The number of shares of stock is:

100 common, \$1.00 par value

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

The names and addresses of the initial directors are:

Todd Childress
2395 Apopka Boulevard, Suite 100
Apopka, FL 32703

Martin Hoffinger
2239 Embassy Drive
West Palm Beach, FL 33401

Peter Caplin
6387 N.W. 26th Terrace
Boca Raton, FL 33496

Steven Bloom
51 Belmont Drive North
Roslyn Heights, NY 11577

ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Todd Childress, 2395 Apopka Boulevard, Suite 100, Apopka, Florida 32703

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

David M. Kall, Esq.
McDonald Hopkins LLC
600 Superior Avenue, East, Suite 2100
Cleveland, OH 44114

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Todd Childress
Signature/Registered Agent
DM Kall
Signature/Incorporator

1/31/08
Date
1/31/08
Date

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