

**Electronic Articles of Incorporation
For**

P12000016613
FILED
February 17, 2012
Sec. Of State
tburch

ARTESIAN WATERS USA, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

ARTESIAN WATERS USA, INC.

Article II

The principal place of business address:

20058 RALSTON STREET
ORLANDO, FL. 32833

The mailing address of the corporation is:

20058 RALSTON STREET
ORLANDO, FL. 32833

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100,000,000

Article V

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

JAMES M GILMORE
1936 LEE ROAD
SUITE 100
WINTER PARK, FL. 32789

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: JAMES M. GILMORE

Article VI

The name and address of the incorporator is:

J. MARSHALL GILMORE, ESQ.
1936 LEE ROAD
SUITE 100
WINTER PARK, FL 32789

Electronic Signature of Incorporator: J. MARSHALL GILMORE

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: DR
THOMAS HUNTER
23 BAHIA TRACE
OCALA, FL. 34472

Title: DR
JAMES M GILMORE
1936 LEE ROAD, SUITE 100
WINTER PARK, FL. 32789

Article VIII

The effective date for this corporation shall be:

02/17/2012