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**DOMESTICATION  
AMERICAN PREMIUM WATER CORPORATION**

Certificate of Status	0
Certified Copy	0
Page Count	06
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H14000145758 3

**CERTIFICATE OF DOMESTICATION**

The undersigned, Alferd t. Culbreth, President of **AMERICAN PREMIUM WATER CORPORATION**, a foreign Corporation, in accordance with s.607.1801, Florida Statutes, does hereby certify:

1. The date in which corporation was first formed was February 17, 1998.
2. The jurisdiction where the above named corporation was first formed, incorporated or otherwise came into being was the State of NEVADA.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was **AMERICAN PREMIUM WATER CORPORATION**.
4. The name of the corporation, as set forth in its Articles of Incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this Certificate is **AMERICAN PREMIUM WATER CORPORATION**.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing to the Certificate of Domestication was the State of NEVADA.
6. Attached are the Florida Articles of Incorporation to complete the domestication requirements pursuant to s 607.1801.

I am Alferd T. Culbreth, President of **AMERICAN PREMIUM WATER CORPORATION**, and I am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this 14<sup>th</sup> day of June, 2014.

  
\_\_\_\_\_  
Alferd T. Culbreth, President

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## ARTICLES OF INCORPORATION OF

### AMERICAN PREMIUM WATER CORPORATION

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

#### ARTICLE 1 - NAME

The name of the Corporation is **AMERICAN PREMIUM WATER CORPORATION**, (hereinafter, "Corporation").

#### ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 1615 South Congress Avenue, Suite 103, Delray Beach, Florida 33445, and the mailing address is the same.

#### ARTICLE 4 - INCORPORATOR

The name and street address of the Incorporator of this Corporation is:

Alferd T. Culbreth  
1615 South Congress Avenue, Suite 103  
Delray Beach, Florida 33445

#### ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:	Alferd T. Culbreth
Chief Executive Officer:	Alferd T. Culbreth
Secretary:	Alferd T. Culbreth
Treasurer:	Alferd T. Culbreth
General Counsel:	David Schechtmann, Esq.

whose mailing addresses shall be the same as the principal office of the Corporation.



**SPIEGEL & UTRERA, P.A.**

L A W Y E R S

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AMERICAN PREMIUM WATER CORPORATION  
Page 2

**ARTICLE 6 - DIRECTOR(S)**

The Director(s) of the Corporation shall be:

Alferd T. Culbreth  
Michael Heller

whose mailing addresses shall be the same as the principal office of the Corporation.

**ARTICLE 7 - CORPORATE CAPITALIZATION**

7.1 The maximum number of common shares that this Corporation is authorized to have outstanding at any time is **2,020,000,000** shares classified as follows:

7.1.1. **2,000,000,000** shares of common stock at the par value of \$0.001 each; and

7.1.2. **20,000,000** shares of preferred stock at the par value of \$0.001 each.

7.2 All holders of shares of common stock shall be identical with each other in every respect and shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote, and.

7.2.1 All holders of shares of common stock, upon the Dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation after distribution has been completed to any preferred Shareholder.

7.3 The preferred shares shall carry no right to vote for the election of Directors of the Corporation and no right to vote on any matter presented to the Shareholders for their vote or approval, except only as the laws of the State of Florida require that voting be granted to such preferred shares, and,

7.3.1. The holders of preferred shares shall be entitled to a preference of dividends as declared by the Directors of the Corporation, payable either quarterly, semi-annually or annually as may be determined by the Directors of the Corporation. No dividends shall be paid to, or set apart for payment to, common Shareholders unless preferred shares shall first have been paid, or declared and set apart for payment of dividends as may have been declared as set apart for payment of dividends as may have been declared by the Directors of the Corporation, and,



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**H14000145758 3**AMERICAN PREMIUM WATER CORPORATION  
Page 3

7.3.2. Upon Dissolution, whether voluntary or involuntary, the holders of preferred shares shall first be entitled to receive, out of the net assets of the Corporation, the par value of their shares plus any unpaid accumulated dividends, without interest. All of the assets, if any, thereafter remaining shall be distributed among the holders of the common shares. The consolidation or merger of the Corporation at any time, or from time to time, with any other Corporation or Corporations, or a sale of all of substantially all of the assets of the Corporation, shall not be construed as a dissolution, liquidation or winding up of the Corporation within the meaning hereof.

7.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.6 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

#### **ARTICLE 8 - SHAREHOLDERS' RESTRICTIVE AGREEMENT**

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

#### **ARTICLE 9 - POWERS OF CORPORATION**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.



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**H14000145758 3**AMERICAN PREMIUM WATER CORPORATION  
Page 4**ARTICLE 10 - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE 11 - REGISTERED OWNER(S)**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

**ARTICLE 12 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Corporation is Spiegel & Utrera, P.A., located at 1840 Southwest 22nd Street, 4th Floor, Miami, Florida 33145. The name and address of the registered agent of this Corporation is Spiegel & Utrera, P.A., 1840 Southwest 22nd Street, 4th Floor, Miami, Florida 33145.

**ARTICLE 13 - BYLAWS**

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

**ARTICLE 14 - EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

**ARTICLE 15 - AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.

**SPIEGEL & UTRERA, P.A.**

LAWYERS

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AMERICAN PREMIUM WATER CORPORATION  
Page 5

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 17 day of June, 2014.

  
Alfred T. Culbreth, Incorporator

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

Spiegel & Utrera, P.A., having a business office identical with the registered office of the Corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

Spiegel & Utrera, P.A.

By:   
Natalia Utrera, Vice-President

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