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SECRETARY OF STATE
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U T CORPORATION SYSTEM
Requestor's Name
1311 Executive Center Drive, Ste. 200
Address
Tolland, Conn. 06461
City State Zip Phone 860-696-0290

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CORPORATION(S) NAME

Pure H2O, Inc.

☒ Profit - Accts
☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership
☐ Reinstatement

☐ Annual Report
☐ Reservation

☐ Other
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
PURE H2O, INC.

The undersigned, desiring to form a corporation for profit under the Florida General Corporation Act, does hereby certify:

FIRST. The name of the Corporation shall be Pure H2O, Inc.

SECOND. The purpose or purposes for which the Corporation is formed are:

(a) To purchase, sell and distribute ice, beverages and beverage containers of all kinds, including bottled water, and to provide services in connection with such sales;

(b) To purchase, lease, or otherwise acquire, to invest in, hold, use, and encumber, e to sell, lease, exchange, transfer, or otherwise dispose of, and to construct, develop, improve, equip, maintain, and operate structures and real property of any description and any interest therein;

(c) To manufacture, to purchase, lease, or otherwise acquire, to hold and use, to sell, lease, or otherwise dispose of, and to deal in or with personal property of any description and any interest therein;

(d) To borrow money, to issue, sell, and pledge its notes, bonds, and other evidence of indebtedness, to secure any of its obligations by

mortgage, pledge, or deed of trust of all or any of its property, and to guarantee and secure obligations of any person, all to the extent necessary, useful, or conducive to carrying out any of the purposes of the Corporation;

(e) To invest its funds in any shares or other securities of another corporation, business, or undertaking or of a government, governmental authority, or governmental subdivision; and

(f) To do whatever is deemed necessary, useful, or convenient to carrying out any purpose of the Corporation, and to engage in any lawful act or activity for which corporations may be formed under the Florida General Corporation Act.

THIRD. The authorized number of shares of the Corporation is 1,000, all of which are Common Shares, \$.01 par value.

FOURTH. No holder of shares of the Corporation of any class, as such, shall have any pre-emptive right to purchase or subscribe for shares of the Corporation, of any class, or other securities of the Corporation, of any class, whether now or hereafter authorized.

FIFTH. The street address of the initial registered office of the Corporation is c/o C T Corporation System, 1200 South Pine Island Road, City of Plantation, Florida, 33324, and the name of its initial registered agent at such address is C T Corporation System.

SIXTH. The number of Directors constituting the initial board of Directors of the Corporation is five (5), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Anthony S. Ocepek
9480 Hobart Road
Waite Hill, Ohio 44094

Mark T. Ocepek
309 Lytle Street
West Palm Beach, Florida 33405

Paul T. Ocepek
219 Pine Terrace
West Palm Beach, Florida 33405

Beth T. Bender
1326 Lakeside North
Lake Worth, Florida 33460

Todd M. Bender
1326 Lakeside North
Lake Worth, Florida 33460

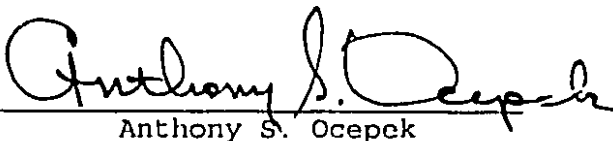
SEVENTH. The name and address of the incorporator is Anthony S. Ocepek, 9480 Hobart Road, Waite Hill, Ohio 44094.

EIGHTH. The Corporation, by action of its director(s), and without action by its shareholder(s), may purchase its own shares in accordance with the provisions of the Florida General Corporation Law. Such purchases may be made either in the

open market or at public or private sale, in such manner and amounts, from such holder or holders of outstanding shares of the Corporation, and at such prices as the director(s) shall from time to time determine.

NINTH. The place in the State of Florida where the principal office of the Corporation is to be located is 309 Lytle Street, West Palm Beach, Florida 33405.

IN WITNESS WHEREOF, I have hereunto subscribed my name to these Articles of Incorporation of Pure H2O, Inc. on April 13, 1995.


Anthony S. Ocepck

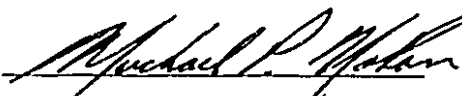
Incorporator

ACCEPTANCE BY REGISTERED AGENT (as required by Section 607.0501(3) of the Florida General Corporation Act):

C T Corporation System is familiar with and accepts the obligations provided for in Section 607.0505 of the Florida General Corporation Act

C T CORPORATION SYSTEM

Dated April 14, 1995

By: 
Name: Michael P Nakon
Title: Assistant Secretary