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ARTICLES OF INCORPORATION

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LIFE WATER CO., INC.

SEGRE EGGY OF STATE TALLAHASSEE, FLORIDA

ARTICLE_1

The name of this corporation is LIFE WATER CO., INC.

ARTICLE 2

This corporation is organized to transact all lawful business.

ARTICLE 3

The total number of shares of capital stock which the corporation shall have authority to issue is 1,000,000 shares of Common Stock, \$.001 par value (the "Common Stock") and 3,000,000 shares of Preferred Stock, \$.001 par value per share (the "Preferred Stock"). The Board of Directors is authorized to provide for the issuance of the shares of such Preferred Stock in series and to establish from time to time the number of shares to be included in each series and to fix the voting powers, designations, preferences and relative, participating, optional or other special rights of the shares of each series and the qualifications, limitations or restrictions thereof.

ARTICLE 4

The address of the principal office of this corporation is 9701 Biscayne Boulevard, Miami, Florida 33138. The address of the initial registered office of this corporation is 9701 Biscayne Boulevard, Miami, Florida 33138 and the name of the initial registered agent of this corporation at that address is Joel

Bernstein. The undersigned is familiar with and accepts the duties and obligations as registered agent for this corporation.

ARTICLE 5

The name and address of the person signing these articles is:

Joel Bernstein 9701 Biscayne Boulevard
Miami, FL 33138

ARTICLE 6

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE 7

This corporation reserves the right to amend or repeal any provision. contained in this Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19th day of April, 1995.

JOEK BERNSTEIN