

January 10, 1996

Pollyanna Gaines
711 Pine land Ave.
Venice, FL 34292

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Articles of Incorporation for ^{Hydro}HYDRO-Choice

To Whom it may concern:

Enclosed please find a money order in the amount of 122.50 for filing the enclosed Articles on Incorporation and Registered Agent Designation for Hydro-Choice Corporation.

If you need anything further or have any questions regarding this matter, please do not hesitate to contact me.

Sincerely,

Pollyanna Gaines
Pauline Gaines

enc.

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-01/24/96--01006--012
****122.50 ****122.50

1296-2054

1/26/96
(TS)

789,615, 706,671

P96000010634

RECEIVED
FLORIDA DEPARTMENT OF STATE
JAN 23 PM 12:42
TALLAHASSEE, FL 32399



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 26, 1996

PAULINE GAINES
711 PINELAND AVENUE
VENICE, FL 34292

SUBJECT: HYDRO-CHOICE, INC.
Ref. Number: W96000002054

We have received your document for HYDRO-CHOICE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 296A00003537

ARTICLES OF INCORPORATION

OF

HYDRO-CHOICE, INC.

FILED
JUL 23 PM 12:42
TALLAHASSEE FLORIDA
SECRETARY OF STATE

These Articles of Incorporation are made and subscribed for the purposes of organizing a corporation for profit under the Florida General Corporation Act, Chapter 607, Florida Statutes.

ARTICLE I - NAME AND PRINCIPAL OFFICE ADDRESS

The name and Principal office of this Corporation are:

**Hydro-Choice, Inc.
711 Pineland Ave.
Venice, FL 34292**

ARTICLE II - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III

This Corporation is authorized to issue ONE HUNDRED (100) shares of common stock, par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 711 Pineland Ave Venice Florida, 34292, and the name of the initial registered agent of this Corporation at that address is Pollyanna Gaines.

ARTICLE V - INITIAL BOARD OF DIRECTORS

The Initial Board of Directors of this Corporation shall be:

Pollyanna Gaines - 711 Pineland Ave. Venice, FL 34929

Gil Ford - P.O. Box 8041 Longboat Key, Sarasota, FL 34228

Monique Acton- 887 Olympia Rd. Venice, FL 34292

ARTICLES VI - RESTRICTION OF MEMBERSHIP TO BOARD OF DIRECTORS

This Corporation shall have Three (3) director initially. The number of directors may be increased or diminished from time to time, by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII - INCORPORATOR

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

Pollyanna Gaines
711 Pineland Ave.
Venice, FL 34292

ARTICLE VII - BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the shareholders, and except to the extent limited by the shareholders, in the Board of Directors.

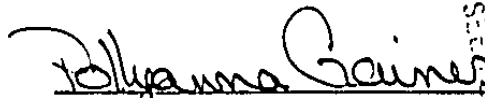
ARTICLE IX - DURATION

The existence of this Corporation shall commence on the date of subscription and acknowledgment of these Articles, and shall be perpetual.

ARTICLES X - AMENDMENT

This Corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law, and any right conferred upon the stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of January, 1996.


POLLYANNA GAINES - Incorporated

STATE OF FLORIDA
COUNTY OF SARASOTA

THE FOREGOING INSTRUMENT was acknowledged before me this 17 day of JAN. 1996. by Pollyanna Gaines, who is personally known to me or who produced _____ as identification and who did not take an oath.

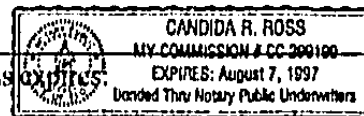


Notary Public

Print Name: _____

My Commissions Expires: _____

[SEAL]



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Hydro-Choice, Inc.

2. The name and address of the registered agent and office is:

Pollyanna Gaines
(NAME)

711 Pinedale Ave
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Venice, FL 34292
(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Pollyanna Gaines
(SIGNATURE)

1/29/96
(DATE)

June 26, 1996

P96000010634

Pollyanna Gaines
1710 1/2 Laurel #13
Sarasota, FL 34236

Terri Buckley
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Hydro-Choice Inc. / Registered Agent (change of address)
Letter No: 296A00003537

Dear Ms. Buckley:

I wanted to notify your office of the change of address on the above mentioned corporation. The new address for Hydro-Choice Inc. is as follows:

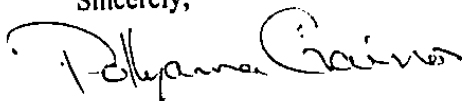
Hydro-Choice, Inc.
1710 1/2 Laurel Street #13
Sarasota, FL 34236

Also the address of the Registered Agent has changed as well:

Pollyanna Gaines
Law Office of Martin A. Burzynski, Esq.
1956 Main Street
Sarasota, FL 34236

Please notify let me know if I need me to provide you with any further information. I can be reached by day 9:00 a.m. to 5:00 p.m. at 941-953-9692.

Sincerely,



Pollyanna Gaines

updated
7-7-96
TD