

96000017315
LAW OFFICES OF
DAVID W. WILCOX

400 THIRTEENTH STREET WEST
BRADENTON, FLORIDA 34908
TELEPHONE: (813) 740-4100

February 14, 1996

MAILING ADDRESS:
11 O. BOX 711
BRADENTON, FLORIDA 34908
TELEPHONE: (813) 747-4100

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: pH SOLUTIONS, INC.

Dear Sir/Madame:

400001716654
-02/16/96--01027--003
*****70.00 *****70.00

Enclosed please find the original and a copy of Articles of Incorporation for the above referenced corporation along with a check in the amount of \$70.00 to cover the filing fees. Please file the articles and return a stamped copy to me.

The name of the new corporation is similar to a Florida limited partnership. The principal in the limited partnership will be a principal in the corporation. I have obtained the necessary authorization to use the name and have enclosed same herewith.

Thank you for your cooperation in this matter. Please call with any questions.

Very truly yours,

David W. Wilcox

DWW: bbw
Enclosures

Per call with
Mr. Wilcox
he said these
are the same
principles

FEB 20 1996 BSR

W96-3804

502

FILED
96 FEB 26 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 20, 1996

DAVID W. WILCOX
P. O. BOX 711
BRADENTON, FL 34206

SUBJECT: PH SOLUTIONS, INC.
Ref. Number: W96000003804

We have received your document for PH SOLUTIONS, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 096A00007301

LAW OFFICE OF
DAVID W. WILCOX

600 THIRTEENTH STREET WEST
DADETON, FLORIDA 34405
TELEPHONE: (904) 740-4100

February 22, 1996

MAILING ADDRESS:
P. O. Box 711
DADETON, FLORIDA 34405
TELEPHONE: (904) 747-4100

Ms. Brenda Baker
Corporate Specialist
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: pH Solutions, Inc.
Ref. Number: W96000003804

Dear Ms. Baker:

Pursuant to our telephone conversation today, I am returning herewith the corporate documents regarding pH Solutions, Inc. and the authorization attached thereto. Please file the articles and return a stamped copy to me.

I appreciate your help and cooperation in this matter.

Very truly yours,


David W. Wilcox

DWW: bbw
Enclosure

**ARTICLES OF INCORPORATION
OF
pH SOLUTIONS, INC.**

FILED
96 FEB 26 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1 - NAME/ADDRESS

The name of this corporation is **pH SOLUTIONS, INC.** and its mailing and principal office address is 1001 North U.S. Highway 1, Fourth Floor, Jupiter, FL 33477.

ARTICLE 2 - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 3 - POWERS

This corporation shall have all of the powers enumerated in the Florida Business Corporations Act.

ARTICLE 4 - CAPITAL STOCK

This corporation is authorized to issue 100,000 voting common stock with no par value.

ARTICLE 5 - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is 308 13th Street West, Bradenton, Florida 34205 and the name of the initial registered agent of this corporation at that address is **DAVID W. WILCOX, Esquire.**

ARTICLE 6 - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than

one. The name and address of the initial Board of Directors is:

DAVID W. WILCOX
308 13th Street West
Bradenton, Florida 34205

ARTICLE 7 - INCORPORATOR

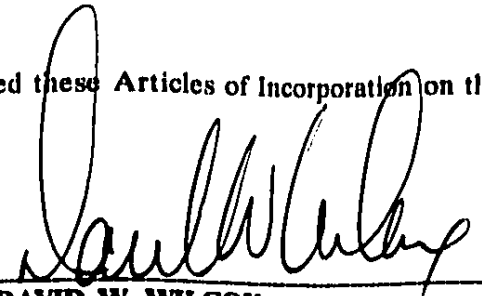
The name and address of the incorporator is:

DAVID W. WILCOX, Enq. 308 13th St. West Bradenton, FL 34205

ARTICLE 8 - AMENDMENT

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


The undersigned incorporator has executed these Articles of Incorporation on the 14 day of February, 1996.



DAVID W. WILCOX

STATE OF FLORIDA
COUNTY OF MANATEE

THE FOREGOING INSTRUMENT was acknowledged before me this 14th day of February, 1996 by DAVID W. WILCOX, who is personally known to me.


Printed Name: BARBARA B. WELLS
NOTARY PUBLIC COMMISSION # CC406820 EXPIRES
September 28, 1996
BONDED THRU TROY FAIR INSURANCE, INC.

**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

FILED
96 FEB 26 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, I hereby acknowledge and accept the appointment and agree to act in this capacity, and I further agree to comply with all the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: 2.14.96


REGISTERED AGENT

**AUTHORIZATION TO USE
LIMITED PARTNERSHIP NAME**

pH SOLUTIONS, LTD., a Florida limited partnership, hereby irrevocably consents to the use of the corporate name pH SOLUTIONS, INC. as a corporate name in Florida by David W. Wilcox, and/or assigns.

pH SOLUTIONS, LTD.
a Florida limited partnership

By: Thomas G. Bongard

THOMAS G. BONGARD, President

Dated: 2-14-96

STATE OF FLORIDA
COUNTY OF PALM BEACH

THE FOREGOING INSTRUMENT was acknowledged before me this 14 day of February, 1996 by THOMAS G. BONGARD, as President of pH SOLUTIONS, Ltd., a Florida limited partnership, on behalf of the partnership. He is personally known to me or has produced _____ as identification.

David W. Wilcox
Printed Name:

NOTARY PUBLIC



DAVID W. WILCOX
MY COMMISSION # CC386014 EXPIRES
August 28, 1998
BONDED THRU TROY FARM INSURANCE, INC.