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TRANSMITTAL LETTER

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DIVISION OF CORPORATIONS
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March 18, 1996

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Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: THE FLORIDAN SPRING WATER COMPANY

I enclose an original and one copy of the Articles of Incorporation for the above corporation and a check in the amount of \$122.50. Please note that the name initially applied for, "Floridan Spring Water Bottlers, Inc." under Corporate Name Reservation No. R96000001217, copy attached, is no longer requested, so long as the above subject name is finally approved.

Sincerely,

SIGNED: _____

Joe D. Wills

From: Joe D. Wills
1333 Utah Blvd.
Orlando, FL 32803

Tel/Fax: (407) 895-5152

Attachment/

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3/27



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

March 7, 1996

JOE D. WILLS
1333 UTAH BLVD.
ORLANDO, FL 32803

The name FLORIDAN SPRING WATER BOTTLERS, INC. has been reserved for 120 days beginning March 7, 1996. The reservation number is R96000001217 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Marie Bartlett

Letter number: 996A00010285

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Articles of Incorporation

of

The Floridan Spring Water Company

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ARTICLE I NAME

The name of the corporation shall be The Floridan Spring Water Company

ARTICLE II PRINCIPAL OFFICE

The principle place of business and mailing address of this corporation shall be:

1333 Utah Boulevard
Orlando, Florida 32803

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000,000 shares of common stock of the par value of \$0.01

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:


Harriet W. Wills
1333 Utah Boulevard
Orlando, Florida 32803

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Joe D. Wills
1333 Utah Boulevard
Orlando, Florida 32803

The undersigned has executed these Articles of Incorporation this 18th day of March, 1996.



Joe D. Wills, Incorporator

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DIVISION OF CORPORATIONS
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CERTIFICATE OF DESIGNATION

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:

The Floridan Spring Water Company

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

Harriet W. Wills
1333 Utah Boulevard
Orlando, Florida 32803

Signature:

Harriet W. Wills

Title: Incorporator

Date: March 18, 1996

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.

Signature:

Harriet W. Wills

Date: March 18, 1996