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4/08/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
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NAME: AQUALITY, INC.

AUDIT NUMBER.....H97000005749

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..1

PAGES..... 3

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR -9 PM 12:13

5/4/9



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 9, 1997

FAS-T CORP. AGENTS, INC.

SUBJECT: AQUALITY, INC.
REF: W97000008201

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6924.

Sharon Tala
Document Specialist Supervisor

FAX Aud. #: H97000005749
Letter Number: 797A00017726

ARTICLES OF INCORPORATION
OF
AQUALITY, INC.

The undersigned Incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

FILED IN STATE
DIVISION OF CORPORATIONS
97 APR - 9 PM 12:00

ARTICLE I NAME

The name of the Corporation shall be:
AQUALITY, INC.

The principal place of business of this corporation shall be:
4760 NW 6TH ST, MIAMI FL 33126

ARTICLE II NATURE OF BUSINESS

This Corporation may engage in or transact any or all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is Five Hundred (500) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares"

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name and street address of the initial officer and director, if any who shall hold office the first year of the corporation's existence or until their successor is elected, is:

MARIO BAZART
4760 NW 6TH ST
MIAMI FL 33126

PREPARED BY:

LATIN AMERICAN 2000
1165 W 49 ST
HAIALEAH FL 33012
(305)826-6518

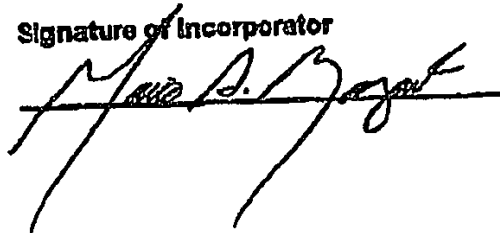
ARTICLE VI INCORPORATOR(S)

The name and street address of the Incorporator to this articles of Incorporation is :

**MARIO BAZART
4760 NW 8 ST
MIAMI FL 33128**

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles
of Incorporation this 8th day of April 1997.

Signature of Incorporator

A handwritten signature in black ink, appearing to read "Mario B. Bazar", is written over a horizontal line.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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
AQUALITY, INC
2. The name and address of the registered agent and office is: **MARIO BAZART**
4780 NW 6 ST
MIAMI FL 33128

Mario A. Bazart
 Signature

President

Title

April 8, 1997

Date

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

Mario A. Bazart
 Signature

President

Date