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5-2-96

Requester's Name
Ramon Prendes
Address
4320 W. Broward Blvd #5
Plantation FL 33317
City State ZIP Phone

583-2590A


VALIDATION ONLY

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MAY -3 AM 11:34
TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

AQUA-CARE Shopping Club, Inc.

 TOLL FREE
Toll Free: 1-800-432-3028

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input type="checkbox"/> Mail Out |
| <input checked="" type="checkbox"/> Pick Up | | |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED
COPY

F. CHESSEY MAY 3 1996

ARTICLES OF INCORPORATION
OF
AQUA-CARE SHOPPING CLUB, INC.

We, the undersigned, natural persons competent to contract, hereby associate ourselves together in order to form a corporation for purposes hereinafter stated, under and pursuant to the provisions of an act of the legislature of the State of Florida, approved June 1, 1925, and the acts amendatory thereto, do hereby subscribe this Certificate of Incorporation.

ARTICLE I

NAME

The name of the corporation is AQUA-CARE SHOPPING CLUB,

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the General Corporation Act of the state of Florida.

ARTICLE III

COMMENCEMENT

The Corporation shall commence and be effective upon filing with the Secretary of State, State of Florida.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the Corporation shall

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This document prepared by:
Michael A. Farbarik, Esquire
2210 N.W. 87th Avenue
Pembroke Pines, FL 33024
Florida Bar Number - 949167

have the authority to issue is one thousand (1,000) shares of Common Stock at the par value of \$ 1.00 per share. The amount of capital with which the Corporation shall begin business shall be not less than Two Hundred Dollars and no/100 (\$200.00).

ARTICLE V

TERMS OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI

LOCATION

The Street, Address, City, County and State in which the principal offices of the corporation are to be located at, 5400 S.W. 163rd Avenue, Fort Lauderdale, Broward County, Florida 33331. The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the by-laws of the Corporation, but shall never be less than one (1). The name and address of the initial director of the Corporation is:

NAME

Sixto Mendez

ADDRESS

5400 S.W. 163rd Avenue

Fort Lauderdale, FL 33331

ARTICLE VIII

INCORPORATOR

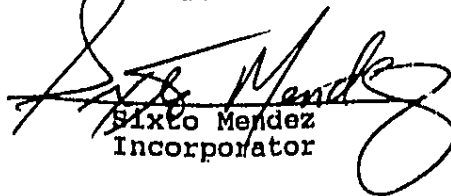
The name and address of the person signing these Articles of Incorporation is:

Sixto Mendez

5400 S.W. 163rd Avenue

Fort Lauderdale, FL 33331

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 2nd day of May, 1996.

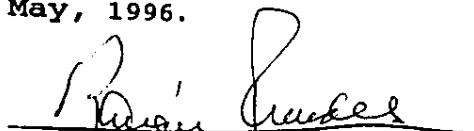

Sixto Mendez
Incorporator

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared Sixto Mendez, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 2nd day of May, 1996.


NOTARY PUBLIC/Ramon Prendes
Comm # CC-370882

My Commission expires:



RAMON PRENDES
My Commission CC370882
Expires May. 23, 1998
Bonded by HAJ
800-422-1555

CERTIFICATION DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS BE SERVED

WITNESSETH

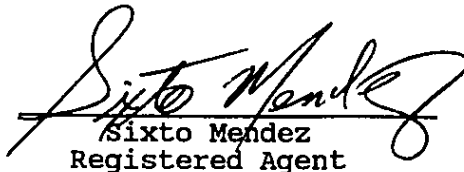
In pursuance of SS48.091(01) and 607.034, Florida Statutes, the following is submitted in compliance thereof:

That AQUA-CARE SHOPPING CLUB, INC., desiring to organize under the laws of the State of Florida, which will have its principal office at 5400 S.W. 163rd Avenue, Fort Lauderdale, Broward County, Florida 33331 has named Sixto Mendez, whose address is 5400 S.W. 163rd Avenue, Fort Lauderdale, Broward County, Florida 33331, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT

Having been named by the incorporator of AQUA-CARE SHOPPING CLUB, INC., to accept service of process for the Corporation, at the place designated in this certificate, I hereby agree to serve as the Registered Agent for the Corporation (until the Corporation designates otherwise), and agree to comply with the applicable provisions of the Florida Statutes. I hereby am familiar with and accept the duties and responsibilities of the registered agent of said corporation.

Dated this 2nd day of May, 1996.


Sixto Mendez
Registered Agent

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