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Examiner's Initials



August 6, 1996

RICHARD S. RHODES, P.A. 126 EAST JEFFERSON STREET ORLANDO, FL 32801

SUBJECT: POLYWATER, INC. Ref. Number: W96000016374

We have received your document for POLYWATER, 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):

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.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6928.

Agnes Lunt Corporate Specialist

Letter Number: 896A00037409

RICHARD S. RHODES, P.A.

126 EAST JEFFERSON STREET, ORLANDO, FLORIDA 32801

407 843-4310 800 433-8149 (FL) 407 849-3038 (FAX)

August 29, 1996

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

Re: Polywater, Inc.

Ref. Number: W96000016374

Gentlemen:

Pursuant to your letter of August 6, 1996, I enclose herewith the corrected Articles of Incorporation.

Should you have any questions, please contact me at the above address.

Very truly yours,

Richard S Rhodes

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Articles of Incorporation of Polywater, Inc.

95 SEP -9 11 01 50

The undersigned person, acting as incorporator for the purpose of forming a stock business corporation under the laws of the State of Florida, adopts the following Articles of Incorporation:

ARTICLE 1

The name of the corporation is Polywater, Inc.

ARTICLE II

The purpose for which this corporation is organized is to transact any and all lawful business for which corporations may be organized under the laws of the State of Florida, and to have all powers which are afforded corporations under the laws of the State of Florida.

ARTICLE III

The duration of this corporation shall be perpetual.

ARTICLE IV

The total number of shares of common capital stock that this corporation is authorized to issue is 100 (one hundred).

ARTICLE V

This stock shall have no par value.

ARTICLE VI

The initial registered agent of this corporation is R. Spencer Rhodes. By his signature at the end of this document, this person acknowledges acceptance of the responsibilities as registered agent of this corporation.

ARTICLE VII

The address of the office of the initial registered agent of this corporation is 126 East Jefferson Street, Orlando, Florida, 32801.

ARTICLE VIII

The name and address of the incorporator of this corporation is Pedro Bernal, 1881 Carrollee Lane, Winter Park, Florida, 32789.

ARTICLEIX

- A. The initial number of directors of this corporation shall be 1 (one).
- B. The number of directors may be either increased or diminished from time to time by the board of directors or the shareholders in accordance with the bylaws of this corporation,
- C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the board of directors at any annual or special meeting thereof. The board of directors may authorize and require the payment of reasonable expenses incurred by directors in attending meetings of the board of directors.
- D. Nothing in this article shall be construed to preclude the directors from serving the corporation in any other capacity and receiving compensation therefor.
- E. The name and address of the initial member of the board of directors, to hold office until the first annual meeting of the shareholders of this corporation or until his successor is elected or appointed and has qualified, is Pedro Bernal, 1881 Carrollee Lane, Winter Park, Florida, 32789.
- F. Any director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the shareholders of this corporation, for any cause deemed sufficient by such shareholders.
- G. In case one or more vacancies shall occur in the board of directors by reason of death, resignation or otherwise, the vacancies shall be filled by the shareholders of this corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining directors until the shareholders have acted to fill the vacancy.

ARTICLE X

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the bylaws of this corporation.

ARTICLE XI

The initial street address in this state of the principal office of this corporation is 1881 Carrollee Lane, Winter Park, FL 32789. The telephone number is (407) 647-4763.

ARTICLE XII

These articles of incorporation may be amended in the manner provided by law. Every amendment which requires shareholder approval shall be approved by the board of directors, proposed by them to the shareholders as required by law, and approved at a shareholders' meeting by the holders of a majority of the stock issued, outstanding and entitled to be voted, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment to these articles of incorporation be made.

ARTICLE XIII

The power to adopt, alter, amend or repeal bylaws of this corporation shall be vested in the shareholders or the board of directors of this corporation; provided, however, that any bylaws adopted by the directors which are inconsistent with any bylaws adopted by the shareholders shall be void, and the directors may not alter, amend or repeal any bylaws adopted by the shareholders.

I certify that all of the facts stated in these Articles of Incorporation are true and correct and are made for the purpose of forming a business corporation under the laws of the State of Florida.
Dated
Signature of Incorporator
WADE FLALED
State of Florida) S.S. My Commission CC844078 Expires Mar. 31, 2000
County of Orange
Before me, on, 19 <u>9</u> personally appeared Pedro Bernal who is known to me to be the person who subscribed his name to this document, and acknowledged that he
did so for the purposes stated.
Notary Public, in and for the County of Orange, State of Florida. My commission expires March
I acknowledge my appointment as registered agent of this corporation and accept the appointment.
Dated 7-11-96 67. Jo 7-6
Signature of Registered Agent

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

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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.

:AIE : CAIDA

- 1. The name of the corporation is Polywater, Inc.
- 2. The name and address of the registered agent and office is:

R. Spencer Rhodes 126 East Jefferson St. Orlando, FL 32801

SIGNATURE	
TITLE	
DATE	
N NAMED AS OVE STATED (REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS CORPORATION AT THE PLACE DESIGNATED IN THIS

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.

	SITION AS REGISTERED AGENT.
SIGNATURE	97 A 1/1
	R. Spencer Knodes
DATE	7-11-96
State of Florida)
County of Orange) S.S.)
Before me, on <u>July 11</u> to me to be the person who sulfor the purposes stated.	, 19 <u>96 personally appeared R. Spencer Rhodes who is known bscribed his name to this document, and acknowledged that he did so</u>
Callen ==	
No ary Public, in and for the C	County of Orange, State of Florida. My commission expires

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