

P960000076717

FRIEDMAN, ROSENWASSER & GOLDBAUM

A PARTNERSHIP OF PROFESSIONAL ASSOCIATES

ATTORNEYS AND COUNSELORS AT LAW

THE PLAZA • SUITE 801

3335 TOWN CENTER ROAD

BOCA RATON, FLORIDA 33486

TELEPHONE (561) 395-5511

TELEFAX (561) 368-9274

September 10, 1996

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

Re: Articles of Incorporations-pH Water Solutions, Inc.
Our File-295.1000

800001947098
-09/13/96--01044--004
****122.50 ****122.50

To Whom It May Concern:

I enclose an original and a duplicate of the Articles of Incorporation and Designation of Registered Agent form regarding the above-referenced corporation.

The original is to be filed in your office and the copy certified and returned to this office in the self-addressed stamped envelope provided herein. Also, I enclose a check in the amount of \$122.50 representing the filing fees.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Hlene Ratner

Hlene Ratner,
Legal Assistant

cc: Ronald N. Rosenwasser
Enclosures

FILED
SEP 13 1996
TALLAHASSEE, FL

295-11005
091096 1132091096 1132

7-16-96
KR

ARTICLES OF INCORPORATION
OF
pH WATER SOLUTIONS, INC.

FILED
JAN 20 1993
CLERK OF COURT
JACKSONVILLE, FLORIDA

Article I

Name

The name of the corporation is pH Water Solutions, Inc.

Article II

Duration

This corporation shall have a perpetual existence.

Article III

Purpose

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

Article IV

Address

The principal place of business or mailing address of this corporation shall be:

1001 N. U.S. Highway 1
Suite 409
Jupiter, FL 33477

Article V

Capital Stock

This corporation is authorized to issue Ten Million (10,000,000) shares of One Cent (\$.01) par value common stock.

Article VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 1001 N. U.S. Highway 1, Suite 409, Jupiter, FL 33477, and the name of the initial registered agent of this corporation at the address is Thomas G. Bongard.

Article VII

Initial Board of Directors

This corporation shall have the following number of directors initially: 1 The number of directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

Thomas G. Bongard
1001 N. U.S. Highway 1
Suite 409
Jupiter, FL 33477

Article VIII

Incorporators

The name and address of the person signing these Articles are:

Thomas G. Bongard
1001 N. U.S. Highway 1
Suite 409
Jupiter, FL 33477

Article IX

Powers

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

Article X

Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, to the fullest extent permitted by law

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on August 30, 1996.


Thomas G. Bongard, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE


Pursuant to the provisions of section 607.0501 or 617.0501, 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: pH Water Solutions, Inc.
2. The name and address of the registered agent and office is:

Thomas G. Bongard
1001 N. U.S. Highway 1
Suite 409
Jupiter, FL 33477

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



Date: August 30, 1996

FILED

03 SEP 19 10:00:00

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FRIEDMAN, ROSENWASSER & GOLDBAUM
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
ATTORNEYS AND COUNSELLORS AT LAW
THE PLAZA • SUITE 801
3335 TOWN CENTER ROAD
BOCA RATON, FLORIDA 33486

TELEPHONE (561) 395-5511

TELEFAX (561) 368-9274

December 2, 1996

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

600002019716--0
-12/04/96--01099--014
*****87.50 *****87.50

Re: Articles of Amendment to Articles of Incorporation of pH Water Solutions, Inc.
Our File-232.1000

Dear Sir/Madam:

I enclose herewith an original and a duplicate of the Articles of Amendment to Articles of Incorporation regarding the above-referenced corporation.

The original is to be filed in your office and the copy certified is to be returned to this office in the self-addressed stamped envelope provided herein. I am also enclosing a check in the amount of \$87.50 representing the filing and certified copy fee.

If you have any questions, please do not hesitate to contact our office.

Very truly yours,

Ilene Ratner

Ilene Ratner,
Legal Assistant

cc: Ronald N. Rosenwasser
Enc.

23261021
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FILED
96 DEC -4 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
RCS
12-11

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
pH WATER SOLUTIONS, INC.

FILED
96 DEC -4 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


- I. The name of the corporation is the pH WATER SOLUTIONS, INC. which was incorporated on September 13, 1996, under document number P96000076717.
- II. Article V of the Articles of Incorporation is hereby amended to read as follows:


"Article V

This corporation is authorized to issue Ten Million (10,000,000) shares of One Hundredth of a Cent (\$0.001) par value common stock."

- III. No shares have been issued, therefor no Shareholder action is required for the adoption of this amendment.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation this 14th day of November, 1996.


Thomas G. Bongard, Incorporator


November 14th 1996

