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MELLOWING TELLOWIDA

ARTICLES OF INCORPORATION OF

METRO WATER INC.

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES, EACH A NATURAL PERSON COMPETENT TO CONTRACT, HEREBY ASSOCIATE TO FORM A CORPORATION UNDER THE LAWS OF THE STATES OF FLORIDA.

ARTICLE I - NAME
THE NAME OF THIS CORPORATION IS: METRO WATER INC.

ARTICLE II - NATURE OF BUSINESS TO MANUFACTURE, PURCHASE, OR OTHERWISE ACQUIRE, TO OWN, MORTGAGE, PLEDGE, SELL, ASSIGN, TRANSFER, OR OTHERWISE DISPOSE OF, TO INVEST IN, TRADE IN, DEAL, IN AND WITH GOODS, WARES, MERCHANDISE, REAL AND PERSONAL PROPERTY, AND SERVICES OF EVERY CLASS, KIND AND DESCRIPTION WHEN PROPERLY LICENSED AND AUTHORIZED BY THE STATE TO OPERATE IN THOSE ACTIVITIES IN WHICH SUCH LICENSING AND AUTHORIZATION IS MANDATORY. TO CONDUCT BUSINESS IN, HAVE ONE OR MORE OFFICES IN, AND BUY HOLD. MORTGAGE, SELL, CONVEY, LEASE, OR OTHERWISE DISPOSE OF REAL AND PERSONAL PROPERTY, INCLUDING FRANCHISES, PATENTS, COPYRIGHTS, TRADEMARKS AND LICENSES, IN THE STATE OF FLORIDA AND IN ALL OTHER STATES AND COUNTRIES. TO CONTRACT DEBTS AND BORROW MONEY, ISSUE AND SELL OR PLEDGE BONDS DEBENTURES, NOTES AND OTHER EVIDENCES OF INDEBTNESS, AND TO EXECUTE SUCH MORTGAGES, TRANSFERS OF CORPORATE PROPERTY, OR OTHER INSTRU-MENTS, TO SECURE THE PAYMENT OF CORPORATE INDEBTNESS AS REQUIRED. TO PURCHASE THE CORPORATE ASSETS OF ANY OTHER CORPORATION AND ENGAGE IN THE SAME OR OTHER CHARACTER OF BUSINESS. TO GUARANTEE, ENDORSE, PURCHASE, HOLD, SELL, TRANSFER, MORTGAGE,

TO GUARANTEE, ENDORSE, PURCHASE, HOLD, SELL, TRANSFER, MORTGAGE, PLEDGE, OR OTHERWISE ACQUIRE OR DISPOSE OF THE SHARES OF CAPITAL STOCK OF, OR ANY BONDS, SECURITIES, OR OTHER EVIDENCES OF INDEBTNESS CREATED BY ANY OTHER CORPORATION OF THE STATE OF FLORIDA OR ANY OTHER STATE, GOVERNMENT OR COUNTRY, AND WHILE OWNER OF SUCH STOCK TO EXERCISE ALL RIGTHS, POWERS AND PREVILEGES OF OWNERSHIP, INCLUDING THE RIGHT TO VOTE SUCH STOCK.

ARTICLE III- CAPITAL STOCK

THE MAXIMUN NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS: ONE HUNDRED SHARES OF COMMON STOCK WITH A PAR VALUE OF \$ 1.00 EACH.

ARTICLE IV- INITIAL CAPITAL THIS CORPORATION WILL BEGIN BUSINESS WITH 100 SHARES OF CAPITAL.

ARTICLE V- TERM OF EXISTENCE THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE VI- ADDRESS

THE INITIAL POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS:

777 N.W. 72nd AVR. SUITE # 1-CC-28

MIAMI.______33126

THE DOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL DEFICE TO ANY OTHER ADDRESS IN THE STATE OF FLORIDA.

ARTICLE VII - DIRECTORS

THIS CORPORATION SHALL HAVE NO MORE THAN SIX (6) DIRECTORS INITIOLLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME, BY THE BY-LAWS ADOPTED BY THE STOCKHOLDERS.

ARTICLE VIII - INITIAL DIRECTORS
THE NAMES AND POST OFFICE ADDRESSES OF THE MEMBERS OF THE FIRST
HUARD OF DIRECTORS ARE:

NAME

ADDRESS

NELSON CABRAL

777 N.W. 72nd AVE. SUITE # 1-CC28

MIAMI, FL. 33126

FATIMA PAEZ DE CABRAL

777 N.W. 72nd AVE. SUITE # 1-CC28

MIAMI, FL. 33126

ARTICLES IX - SUBSCRIBERS

THE NAME AND POST OFFICE ADDRESS OF EACH SUBSCRIBER OF THESE ARTICLES OF INCORPORATION, THE NUMBER OF SHARES OF STOCK EACH AGREES TO TAKE AND THE VALUE OF THE CONSIDERATION THEREOF IS:

NAME: NELSON CABRAL, 777N.W. 72nd AVE # 1_CC28
ADDRESS HARES: 50 HIAMI, FL. 33126
CONSIDERATION: \$50.00

NAME: FATIMA PAEZ DE CABRAL, 777 N.W. 72nd AVE. # 1-CC28 ADDRESS: NIAMI, FL. 33126 SHARES: 50 CONSIDERATION: \$ 50.00

NAME; ADDRESS; SHARES; CONSIDERATION: \$

ARTICLE X - AMENDMENTS

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PRO-VIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS, AND APPROVED AT A STOCKHOLDERS' MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON, UNLESS ALL THE DIRECTORS AND ALL STOCKHOLDERS SIGN A WRI-TTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION BE MADE. DATE 10/17/96

PATIMA PARZ BE CADRAL

DATE
10/17/96

STATE OF FLORIDA

COUNTY OF DADE

HEREBY CERTIFY THAT ON THIS DAY, BEFORE ME, A NOTARY PUBLIC DULY OTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGE-

TO ME KNOWN TO BE THE PERSONS DESCRIBED AS SUBSCRIBERS AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND ACKNOWLEDGED BEFORE ME THAT THEY SUBSCRIBED THOSE ARTICLES OF INCORPORATION.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE ABOVE THIS:

NOTARY PURL TO

MY COMMISSION EXPIRES:

LUIS OARCIA
My Cemm Exp. 5/06/99
Bonded By Service Int
No. CCI-11475
HPermany Known 110041 D.

In pursuance of Chapter 48.071, Florida Statute, the following is submitted, in compliance with said Act:

Desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of MIAMI, DADE COUNTY, STATE OF FLORIDA, has named

NELSON CABRAL

777 N.W. 72nd AVE. # 1-CC-28 MIAMI, FL. 33126

 $\ensuremath{\mathsf{q}} \ensuremath{\mathsf{s}} \ensuremath{\mathsf{its}} \ensuremath{\mathsf{agent}} \ensuremath{\mathsf{to}} \ensuremath{\mathsf{accept}} \ensuremath{\mathsf{service}} \ensuremath{\mathsf{of}} \ensuremath{\mathsf{process}} \ensuremath{\mathsf{within}} \ensuremath{\mathsf{thic}}$ State.

ACKNOWLEDGEMENT ********

Having been named to accept service of process for the above stated Corporation, at place designated in this cortificate. I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

RESIDENT AGENT NELSON CABRAL

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