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TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

FILED  
66 NOV -6 AM 10:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: WAI HUA AI  
(Proposed corporate name - must include suffix)

Fruit Water, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☒ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM: DAVID R. GREEN  
Name (printed or typed)

12043 SAVARIA LN.  
Address

JACKSONVILLE FL 32225  
City, State & Zip

(904) 724-6894 or (904) 646-5935  
Daytime Telephone number

100001997871--6  
-11/06/96--01062--006  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

NOTE: Please provide the original and one copy of the articles.

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## ARTICLES OF INCORPORATION

### ARTICLE I

The name of the corporation is WAI HUA'AI, Inc., with principal office at 6651 Crestline Drive, Jacksonville, FL., 32211.

### ARTICLE II

The corporation shall have perpetual existence. The date and time of corporate existence shall be as of the filing of the Articles of Incorporation by the Department of State, State of Florida.

### ARTICLE III

The general purpose for which the corporation is initially organized is for the transaction of any and all lawful business for which corporations may be incorporated under Chapter 607, F.S.

### ARTICLE IV

The corporation shall have authority to issue 1,000 shares of common stock, consisting of one class only, and having a par value of \$100 each.

The common stock shall be entitled to the following rights and privileges:

(a) The holders of common stock shall be entitled to elect at least 51% of the members of the Board of Directors.

The corporation shall have authority to issue up to 1,000 shares of preferred stock having a par value of \$100 each. The preferred stock shall consist of one series, and the Board of Directors shall have authority to establish additional series or fix and determine the variations in the relative rights and preferences between series, except upon approval of preferred stockholders holding 75% of the issued preferred stock.

The preferred stock shall be entitled to the following rights and privileges:

(a) Any preferred shares determines shall be redeemable by the corporation beginning five (5) years after the date of issuance at a price determined by dividing the previous two (2) years' gross income of the corporation by the total outstanding preferred shares. The decision to redeem preferred shares shall be within the sole discretion of the Board of Directors which shall be authorized to effect a redemption of all or part of the outstanding preferred shares. In the event the Board of Directors the redeem less than all the outstanding preferred shares, the redemption shall be made o a pro-rata basis from all preferred stockholders.

(b) The holder of each outstanding preferred share shall be paid a minimum annual dividend of \$100, payable monthly. The dividend shall be cumulative.

(c) The shares of preferred stock shall have preference over any other class or classes of shares as to the payment of dividends.

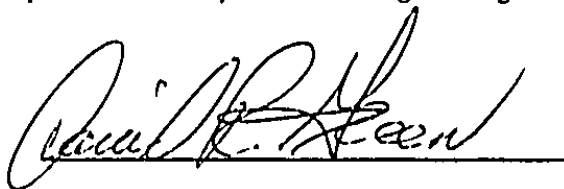
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(d) The shares of preferred stock shall have preference in the assets of the corporation over any other classes of shares, upon the voluntary or involuntary liquidation of the corporation.

#### ARTICLE V

The street address of the corporation's initial registered office is, 6651 Crestline Drive, Jacksonville Fl., 32211, with phone # (904) 724-6994, and the corporation's initial Registered Agent is David R. Green.

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.



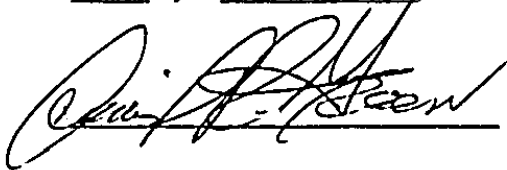
#### ARTICLE VI

The initial Board of Directors shall consist of one (1) member whose name and address is as follows:

David R. Green  
12043 Saverio Lane  
Jacksonville, Fl. 32225

The number of Directors subsequent to the initial Board of Directors shall be not less than one (1) nor more than seven (7).

IN WITNESS WHEREOF, the incorporator has hereunto set his/her hand and seal this 5 day of November, 1996.



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 5th day of November 1996, by David R. Green

Teresa S. Williams  
Notary Public



Teresa S. Williams  
MY COMMISSION # 00505511 EXPIRES  
December 5, 1999  
BONDED THROUGH FARM INSURANCE CO.