

9700017138

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Gentlemen:

Enclosed are the articles of Incorporation for Sta Brito, Inc
for filing. As per our conversation, enclosed is a check
in the amount of \$70.00 filing fee.

Thank you.

Jay A. Glodzik
Sta Brito, Inc
23527 County Line Rd
Lutz, FL 33549

000002082820--8
-02/10/97-01084-004
*****70.00 *****70.00

FILED
97 FEB 24 PM 4:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA


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1097-1602
NA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 12, 1997

JOY A. GLODEK
23527 COUNTY LINE ROAD
LUTZ, FL 33549

SUBJECT: STA BRITE, INC.
Ref. Number: W97000003471

We have received your document for STA BRITE, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(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.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 397A00007465

4900 - Brite

JOY A. GLODEK
23527 COUNTY LINE RD
LUTZ, FL., 33549
TEL: (813)949-7939 (h)
(813)978-5946

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

re: Letter Number: 397A0007465 Request for incorporation

Gentlemen:

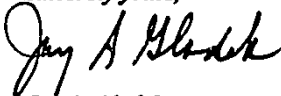
Enclosed is an application request for incorporation with a new name that hopefully is not already utilized by another company/individual within the State.

Enclosed is a copy of the Articles of Incorporation. In addition, I am enclosing the letter which I received from you as you requested.

Hopefully this time the request will be honored as valid.

Thank you.

Sincerely yours,



Joy A. Glodek
23527 County Line rd.
Lutz, FL, 33549
Tel (813)949-7939 (H)
(813)978-5946 (w)

ARTICLES OF INCORPORATION

OF

AQUA BRITE, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a Corporation for profit under the laws of the State of Florida.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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ARTICLE I - NAME

The name of the Corporation shall be AQUA BRITE, INC.

ARTICLE II - NATURE OF BUSINESS

The general character of nature of the business to be transacted by this Corporation is:

(A) To buy or otherwise acquire, own, hold, manage and control real estate and personal property of every description; including its own stock and stock in any other corporation, and to sell and convey, mortgage, pledge lease or otherwise dispose of such property or any part thereof, to lend money either upon or without security and to operate and manage other businesses under its own name or a registered trade name.

(B) To engage in the retail, wholesale and manufacturing business in any and all fields and to do all things necessary to engage in any type of business generally.

(C) To acquire by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful in the equipment, furnishings, improvement, and development of management of any property, real or personal, at any time owned, held, or occupied by the Corporation, and to invest, trade, and deal in any personal property deemed beneficial to the Corporation, and to lease, rent, encumber, or dispose of any personal property at any time owned or held by the Corporation.

(D) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(E) To purchase the corporate assets of any other corporation and to engage in the same or other character of business, including repurchase of its own shares.

(F) To guarantee, endorse, purchase, hold, sell transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida, or any other State of Government, and while owner of such stock, to exercise all rights, powers, and privileges of ownership, including the right to vote such stock.

(G) To enter, make, perform, and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to the amount, with any person, firm association, or corporation, and to transact and further and other business necessarily connected with the purposes of this Corporation, or calculated to facilitate the same, including purchase of its own shares.

(H) To carry on any or all of its operations and businesses and to promote its objects within the State of Florida or elsewhere, without restriction as to place of amount and to have, use, exercise and enjoy all of the general powers of like corporation.

(I) To engage in any and all lawful businesses, trades, occupations, and professions.

(J) To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principles, agents, contractors, or otherwise, alone or in company with others, and to do and perform all such other things and acts as may be necessary, profitable, or expedient in carrying on any of the business or acts abovenamed.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this

Article, shall be in anyway limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article of any other Articles, but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is One Hundred (100) shares of stock with a par value of One Dollar (\$1.00) per share.

Authorized capitol stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is to be: 23527 County Line Rd
Lutz, Fl., 33549
and the name of the initial registered and resident agent of this Corporation at that address is: Joy A. Glodek

ARTICLE V - TERMS OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI - ADDRESS

The initial street address of the principle office of this

**Corporation is to be: 23527 County Line Rd.
Lutz, Fl., 33549**

The Board of Directors may from time to time resignate such

other address and place for the principle office of this

Corporation as it may see fit.

ARTICLE VIII - INITIAL DIRECTORS

The name and street address of the first Board of Directors

shall hold office until their successors are elected and have

qualified, are as follows:

**Paula J. Smith
23527 County Line Rd.
Lutz, Fl., 33549**

**Joy A. Glodek
23527 County Line Rd.
Lutz, Fl., 33549**

ARTICLE IX - SUBSCRIBERS

The name and address of each subscriber of these Articles of

Incorporation are as follows:

Joy A. Giodek
23527 County Line Rd.
Lutz, Fl., 33549

Paula J. Smith
23527 County Line Rd.
Lutz, Fl., 33549

ARTICLE X - EFFECTIVE DATE

The Articles of Incorporation shall be effective upon

receipt by the Secretary of State's office.

ARTICLE XI - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the Stockholders, and approved at a Stockholders meeting by a majority of the stock entitled to vote therein, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendments to these Articles of Incorporation be made.

ARTICLE XII - MISCELLANEOUS PROVISIONS

It is the intention of the Incorporators of this Corporation that the First Board of Directors have the option to: adopt a plan under Section 991 through and including 994 of

the Internal Revenue Code allowing the Corporation to be taxed as
a domestic international sales corporation, or
to adopt a plan under Section 26 U.S.C.A., Section 1371
through and including 1377, "Subchapter S", or
to adopt a plan under Section 1244 of the Internal Revenue
Code allowing a limited ordinary loss to individuals for the
loss on stock of a "small business corporation" which qualifies
under the code,
whichever said plan is appropriate to the financial structure
of the Corporation.

IN WITNESS WHEREOF, we have hereunto set our hands and
seals, acknowledged and filed the foregoing Articles of
Incorporation under the laws of the State of Florida, this _____

day of 7 Feb 97

Joy A. Glodek
Paula J. Smith

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

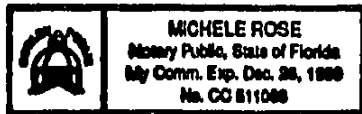
Before me personally appeared Joy A Glodek ^{FL DL G 430-436-38-7740}, and Paula J Smith ^{FL DL S 530-670-38-762-0}
to me well

known to be the individuals described in and who executed the
foregoing Articles of Incorporation, and acknowledged before me
that he executed the same for the purposes therein expressed.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE

NAMED ABOVE THIS 7th DAY OF February, 1997

Michele Rose (SEAL)
Notary Public



RESIDENT AGENT

OF

AQUA BRITE ,INC.

In pursuance of Chapter 607, 634, and 38.091, Florida Statutes, the following is submitted, in compliance with said act:

That the above-named Corporation desiring to organize under the laws of the State of Florida with its principle office as indicated in the Articles of Incorporation and shown below has named the undersigned as its agent to accept service of process within this state at the address set forth below.

ACKNOWLEDGEMENT:

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

by Joy A. Glodek
Registered and Resident Agent

REGISTERED AND RESIDENT AGENT'S
INFORMATION & PRINCIPLE OFFICE

INFORMATION:

Joy A. Glodek
23527 County Line Rd.
Lutz, Fl., 33549
Tel: (813)949-7939 (H)
(813)978-5946 (O)

SECRETARY OF STATE
TALLAHASSEE FLORIDA

97 FEB 24 PM 1:05

FILED

**UNANIMOUS CONSENT REGARDING
THE ORGANIZATION OF
AQUA BRITE, INC**

The undersigned, being all of the incorporators of the above corporation, hereby waive all notice, and consent to the following action to be taken by the corporation in lieu of the first meeting of the directors.

1. **RESOLVED**, that the Articles of Incorporation of the corporation which were reviewed by the undersigned and filed with the Secretary of State on February 01, 1997 are approved.
2. **RESOLVED**, that all of the actions taken by the incorporator(s) in incorporating the corporation are approved.
3. **RESOLVED**, that the attached Bylaws are adopted.
4. **RESOLVED**, that the following person(s) is/are elected to serve as initial director(s) until his/her successor is duly elected and qualified at the first annual meeting of the shareholders or until his/her earlier resignation or removal:

<u>Name</u>	<u>Address</u>
Joy A. Glodek	23527 County Line Rd, Lutz, Fl., 33549
Paula J. Smith	23527 County Line Rd., Lutz, Fl., 33549

5. **RESOLVED**, that the following persons are elected as officers of the corporation until the first annual meeting of the directors or until his/her successor is duly chosen and qualified:

<u>Name</u>	<u>Office</u>
Paula J. Smith	President
Joy A. Glodek	Vice President
Joy A. Glodek	Secretary
Joy A. Glodek	Treasurer

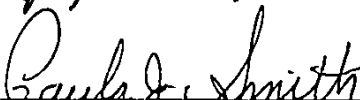
6. **RESOLVED**, that the officers are authorized and directed to file such documents as may be required to obtain an Employer Identification Number for the corporation.
7. **RESOLVED**, that the corporate fiscal year shall end on the last day of December of each year.

8. **RESOLVED**, that the officers are authorized and directed to establish one or more corporate bank accounts and to borrow such amounts as they deem appropriate.
9. **RESOLVED**, that the officers are authorized and directed to pay all expenses arising out of the incorporation of the corporation and to reimburse persons who have advanced funds for such purpose.
10. **RESOLVED**, that the officers are authorized and directed to take any action deemed necessary or advisable to qualify the corporation as an S Corporation under Section 1361 of the Internal Revenue Code.
11. **RESOLVED**, that the officers are authorized and directed to obtain such liability and other insurance coverage as the officers deem appropriate.
12. **RESOLVED**, that the officers are authorized and directed to adopt pension and/or profit-sharing plans for the employees of the corporation upon such terms as the officers deem appropriate.
13. **RESOLVED**, that the officers are authorized and directed to lease office space at 23527 County Line Rd, Lutz, Florida from Joy A. Glodek upon such terms as the officers deem appropriate.
14. **RESOLVED**, that the officers are authorized and directed to take any further action as may be deemed necessary or advisable in order to carry out the purpose and intent of the above Resolutions.

Dated 20 Feb 97



Joy A. Glodek, Incorporator



Paula J. Smith, Incorporator