

P97000026923

Requester's Name	
FROM	Pr
MAY EQUITIES CORP	
1400 COURT ST	
CLIAA ATER	FL 32756
ROBERT MONTE (727) 442-2243	
TO	

300002736773--6
-01/11/99-01106-017
*****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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99 JAN 21 AM 9:33
CLERK OF STATE
TALLAHASSEE, FLORIDA

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

*Amend + Restate
1-25-99
BWS*

*spoke to Robert
made about date
of Adoption
1-25-99 BWS*

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 15, 1999

PEP EQUITIES CORPORATION
ATTN: R. MONTE
1432 COURT STREET
CLEARWATER, FL 32399

SUBJECT: H20 TWO THOUSAND, INC.
Ref. Number: P97000026923

We have received your document for H20 TWO THOUSAND, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

The amendment cannot be adopted and executed by an incorporator if directors have been selected. Please amend your document accordingly.

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 (850) 487-6957.

Doug Spitler
Document Specialist

Letter Number: 999A00002224

99 JAN 21 AM 9:33
BUREAU OF STATE
TALLAHASSEE, FLORIDA

FILED

99 JAN 21 AM 9:15
RECEIVED
DIVISION OF CORPORATIONS

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
H2O TWO THOUSAND, INC.**

FILED
99 JAN 21 AM 9:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I. – CORPORATE NAME AND PRINCIPAL OFFICE
ADDRESS**

The name of the corporation is: H2O Two Thousand, Inc., and the street address of the principal office of the corporation is 1432 Court Street, Clearwater, Florida 33756.

ARTICLE II. - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III. – PURPOSE

This corporation is organized for the purpose of managing in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. – CAPITAL STOCK

The corporation shall increase its authorized shares from ten million (10,000,000) to fifty million (50,000,000) shares of \$.001 par value common stock. The consideration to be paid for each share shall be fixed by the Board of Directors and may take the form of services rendered, cash, property or any other form with a value, in the judgement of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE V. – REGISTERED OFFICE AND AGENT

The name, address and contact numbers of the Registered Agent of this corporation is:

Mr. Robert Monte
C/O L&M Group, L.C.
1432 Court Street
Clearwater, FL 33756

Tel: (727) 449-2243
Fax: (727) 447-1659

ARTICLE VI. – BOARD OF DIRECTORS

The following six (6) individuals have agreed to serve as directors of the corporation. The number of directors may be increased or decreased from time to time, but shall never be less than three (3). The names and addresses of the directors of the corporation are as follows:

Dennis J. Klein
1729 Cypress Avenue
Belleair, FL 33756

Harold Anthony Klein
1220 Madison Avenue
Suite #7
Toledo, OH 43624

Edward L. Poling
2283 Fulton Street
Toledo, OH 43620

John Astrab
3000 Arbor Oaks Drive
Tarpon Springs, FL 34689

Peter Dominici
13110 Waterford Run Drive
Riverview, FL 33569

Robert Monte
1432 Court Street
Clearwater, FL 33756

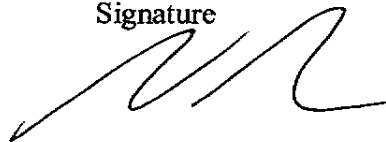
Method of adoption: The restatement was adopted by the Board of Directors and does not contain any amendment requiring shareholder approval.

The amendment was adopted January 8, 1999.

The name, address and contact numbers of the person signing these amended and restated articles of incorporation is:

Mr. Robert Monte
1432 Court Street
Clearwater, FL 33756
Tel: (727) 449-2243
Fax: (727) 447-1659

Signature

A handwritten signature in black ink, appearing to be 'RM', written over a horizontal line.

Robert Monte
Director