10/31/97

FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

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DIVISION OF CORPORATIONS TO:

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

10-28-97 FAX #: (305)541-3770

PHONE: (305)541-3694

NAME: AQUATIC TECHNOLOGIES & ASSOCIATES, INC.

AUDIT NUMBER......H97000018149

DOC TYPE......FLORIDA PROFIT CORPORATION OR P.A.

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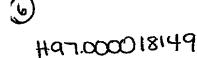
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ARTICLES OF INCORPORATION OF

A STATE OF THE PARTY OF THE PAR 10-28-97 AQUATIC TECHNOLOGIES & ASSOCIATES, INC.

ARTICLE I - NAME

The name of the corporation is: AQUATIC TECHNOLOGIES & ASSOCIATES, INC.

ARTICLE II - DURATION

This corporation shall be perpetual commencing the date of execution and acknowledgement of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business, including but not limited to:
 a. Any and all lawful business.

b. Pursue its purposes and business in any and all locations

foreign and domestic.

- c. Acquire, own, hold, develop, deal in and with, maintain and operate, unlimitedly, such real and personal property of every kind and description within and without the State of Florida.
- Buy and sell real and personal property of any nature d. whatsoever.
- e. Convey, sell, assign, transfer, lease, mortgage, pledge, exchange or otherwise deal with any property.
- f. Import and export wares, goods and merchandise of any nature whatsoever.
- g. Carry on all or any of the business of manufacturers, producers, fabricators, processors, distributors, purchasers and sellers of products and supplies of every kind, character and nature.
- Purchase, hold, sell, transfer or deal in any manner with or in stocks, bonds, obligations, securities or interests of its own or of any other person, firm or corporation.
- i. Pay cash or issue capital stock, debentures, bonds, mortgages, or other obligations of the corporation for any acquisition by the corporation and for any other lawful purpose.
- j. Engage in the acquisition, ownership, sale, distribution and licensing of patents, improvements and franchises, trademarks and trade names, and to operate thereunder.

This document prepared by:

HAROLD WEISSMAN, ESQUIRE 1776 North Pine Island Road, Suite 118 Plantation, Florida 33322 Tel: (305) 474-2001 Florida Bar No: 334154

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- k. Enter into, make and perform contracts of every kind and description with any person, firm or association, corporation and body politic conducive to the attainment of any of the objects or purposes of the corporation.
- 1. Enter into any and all types of agreements relating to financing, factoring and guarantees and to guarantee or secure, in any way, the debts or obligations of any other persons, firms and/or corporations.
 - m. Guarantee performance by any other person and/or entity.

In general, this corporation may, without restriction, perform any and all acts and functions permitted by law.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock at ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V - PRINCIPAL PLACE OF BUSINESS

The principal place of business for AQUATIC TECHNOLOGIES & ASSOCIATES, INC. is 4450 S.W. 61st Avenue, Davie, Florida 33314.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of this corporation is:

HAROLD WEISSMAN, ESQUIRE 1776 Pine Island Road Suite 118 Plantation, Florida 33322 Telephone (954) 474-2001

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the bylaws but shall never be less than one (1). The name and address of the director of this corporation are:

NAME

ADDRESS

Alex Lesnett

4450 S.W. 61st Avenue Suite 7 Davie, Florida 33314

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is:

Alex Lesnett 4450 S.W. 61⁻¹¹ Avenue Suite 7 Davie, Florida 33314

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this day of West 1997.

ALEX LESNETT

H97000018149

) SS. STATE OF FLORIDA COUNTY OF BROWARD

The foregoing Articles of Incorporation were acknowledged before me this day of OTODE, 1997 by ALEX LESNETT who is personally known to me or who has produced the foregoing identification to the day of the day who has produced the-Drivers aid not take an oath. and who did /

NOTARY PUBLIC STATE OF FLORIDA Name: Iris Silvers 18x

My Commission expires: Commission No:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance with Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, in the City of Fort Lauderdale, Broward County, State of Florida, has named HAROLD WEISSMAN, ESQUIRE, 1776 North Pine Island Road, Suite 118, Plantation, Florida as its registered agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at the 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.

HAROLD WEISSMAN REGISTERED AGENT

FILED

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SECRETARY OF STATE

TATE ANASSEE OF STATE

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