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TRANSMITTAL LETTER

November 18, 1997

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-11/20/97--01079--004
*****70.00 *****70.00

SUBJECT: HYDROLET, INC.

Enclosed is an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation. Please return to our office a filed copy of the Articles of Incorporation in the enclosed self addressed stamped envelope.

A check for \$70.00 is enclosed. This represents payment for filing the Articles of Incorporation.

FROM:

Joseph Urso
Attorney at Law
21845 Powerline Road
Boca Raton, Florida, 33433
Telephone: (561) 394-4480

FILED
97 NOV 20 AM 9:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Signature] GAVE
AUTHORIZATION BY PHONE TO
CORRECT *[Signature]*
DATE 11/24/97
BQC. EXAM *[Signature]*

197A-56047

TM-11/24/97

**ARTICLES OF INCORPORATION
OF**

HYDROLET, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE ONE
NAME**

The name of the corporation is HYDROLET, INC.

**ARTICLE TWO
PRINCIPAL OFFICE**

The street address of the initial principal office of the corporation is 14747 Cumberland Drive, Suite 106, Delray Beach, Florida 33446.

**ARTICLE THREE
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE FOUR
PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized are:

1. To engage in the business of marketing products wholesale or retail.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business.
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

**ARTICLE FIVE
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is one thousand (**1000**). Such shares shall be of a single class, and shall have a par value of **\$1.00** per share.

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ARTICLE SIX
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 21845 Powerline Road, Suite 207, Boca Raton, Florida 33433, and the name of its initial registered agent at such address, is Joseph Urso, Attorney.

ARTICLE SEVEN
INCORPORATOR

The name and address of each incorporator is Melvin Rosenberg, 14747 Cumberland Drive, Suite 106, Delray Beach, Coral Springs, Florida 33446.

ARTICLE EIGHT
BYLAWS

The Board of Directors of the Corporation shall have the power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE NINE
EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE TEN
AMENDMENT

The corporation reserves the right to amend, add to, or repeal any provision contained in these articles of incorporation, in the manner consistent with law and in conformity with the provisions set forth in the bylaws.

Executed by the undersigned on November 18, 1997.


Melvin Rosenberg, Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT REGISTERED OFFICE

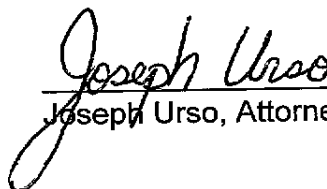
PURSUANT TO THE PROVISIONS OF FS § 607.0501 or FS § 617.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: HYDROLET, INC.
2. The name and address of the registered agent and office is:

Joseph Urso, Attorney
21845 Powerline Road, Suite 207
Boca Raton, Florida 33433

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: November 18, 1997


Joseph Urso, Attorney

DIVISION OF CORPORATIONS
409 EAST GAINES STREET
TALLAHASSEE, FLORIDA 32399