



THE UNITED STATES
CORPORATION
COMPANY

P98000030696

ACCOUNT NO. : 072100000032

REFERENCE : 766751 7141160

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 2, 1998

ORDER TIME : 2:29 PM

ORDER NO. : 766751-005

CUSTOMER NO: 7141160

CUSTOMER: H. Sandra Fiske, Esq
H. SANDRA FISKE, ESQ

P. O. Box 4658

Santa Rosa Beac, FL 32459

DOMESTIC FILING

NAME: AQUA CIRCLE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

100002477441--5
-04/02/98-01085-026
****122.50 ****122.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR -2 AM 8:51

RECEIVED
2/17/98
98 APR -2 PM 3:26
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

AQUA CIRCLE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR -2 AM 8:51

The undersigned subscriber of these ARTICLES OF INCORPORATION, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is Aqua Circle, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is:

Principal Place of Business:

Aqua Circle, Inc.
985 Aqua Circle
Naples, Florida 34102

Mailing Address:

Aqua Circle, Inc.
985 Aqua Circle
Naples, Florida 34102

ARTICLE III - DURATION

This corporation shall exist perpetually, commencing upon filing.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock with a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Julius Fiske
985 Aqua Circle
Naples, FL 34102

ARTICLE VII - INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

Julius Fiske
985 Aqua Circle
Naples, FL 34102

ARTICLE VIII - DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or decreased from time to time by the By-Laws. The names and addresses of the initial directors of this corporation are:

Julius Fiske
985 Aqua Circle
Naples, FL 34102

Gloria Fiske
985 Aqua Circle
Naples, FL 34102

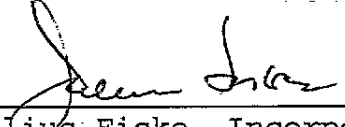
ARTICLE IX - INDEMNIFICATION

This corporation may be empowered to indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE X - AMENDMENT

The 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.

The undersigned has executed these Articles of Incorporation this 26 day of March, 1998.



Julius Fiske, Incorporator

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, 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:

Aqua Circle, Inc.

2. The name and address of the registered agent and office is:

Julius Fiske
985 Aqua Circle
Naples, Florida 33940

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Signature: _____

Julius Fiske, Director

Date: _____

March 26, 1998

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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.

Signature: _____

Julius Fiske

Date: _____

March 26, 1998