

P98000039426
TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

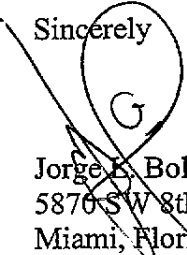
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SUBJECT: Aqua-Tech of Americas Corp.

Enclosed is an original and 2 copies of the articles of incorporation and a check for:

\$131.25 to cover the Filing Fee, and a Certified Copy and Certificate.

Sincerely


Jorge B. Bolanos
5876 SW 8th. St. Suite 7
Miami, Florida 33144
305-261-2600

FILED
98 APR 29 AM 8:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

36-7
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ARTICLES OF INCORPORATION

AQUA-TECH OF AMERICAS CORP.

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

ARTICLE I. NAME

The name of the corporation shall be:

AQUA-TECH OF AMERICAS CORP.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

5894 SW 8TH. ST. SUITE 7
Miami, Florida 33144

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 shares of common stocks having \$ 1.00 par value per share

ARTICLE IV. INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Paula Gomez
5870 SW 8th. St. Suite 7
Miami, Florida 33144

ARTICLE V. INCORPORATOR.

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

Victoria P. Gonzalez
5894 SW 8th St. Suite 7
Miami, Florida 33144

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ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

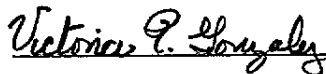
ARTICLE VII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VIII. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country or nation.

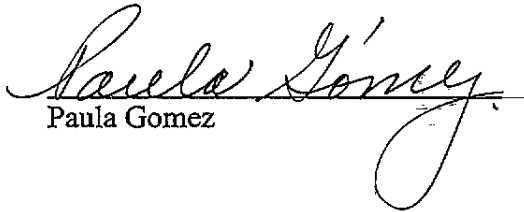
The undersigned has executed these Articles of Incorporation this 23rd day of April, 1998.

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Victoria P. Gonzalez

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN THE
ARTICLE OF INCORPORATION**

Paula Gomez, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent.


Paula Gomez

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