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1029 WEST MAGNOLIA STREET
LEESBURG, FLORIDA 34748

April 30, 1998

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*****70.00 *****70.00

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Dear Sirs:

Re: 43 WATERS, INC.

Please find enclosed herewith the following:

1. Original and duplicate original of proposed Articles of Incorporation for the above-named corporation.
2. Certificate of Designation - Registered Agent/Registered Office.
3. Check in the amount of \$70.00.

Please stamp the duplicate original as having been received, and return the same to me, promptly, in the enclosed self-addressed, stamped envelope.

Thank you for this service.

Sincerely yours,



P. B. Howell, Jr.

PBH:sm
Encls.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TA-5/8/98

ARTICLES OF INCORPORATION
OF
43 WATERS, INC.

The undersigned incorporators hereby form a corporation
under Chapter 607, Florida Statutes.

ARTICLE I
NAME

The name of this corporation is:
43 WATERS, INC.

ARTICLE II
GENERAL PURPOSE

The general purpose or purposes for which the corporation
is organized is the transaction of any or all lawful business
for which corporations may be incorporated under Chapter 607,
Florida Statutes.

ARTICLE III
CAPITAL STOCK

The aggregate number of shares of stock which the
corporation shall have authority to issue is 750 shares of
common stock, having a par value of \$10.00 per share.

ARTICLE IV
ADDRESS OF INITIAL REGISTERED OFFICE, PRINCIPAL OFFICE AND
NAME OF INITIAL REGISTERED AGENT

The initial registered office and principal office of
this corporation and the name of its initial registered agent
at such address are:

CARL R. FOLKER
2424 Centennial Boulevard
Leesburg, Florida 34748

ARTICLE V

Pursuant to the provisions of Section 607.111, Florida
Statutes, the business of the Corporation shall be managed by

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TALLAHASSEE, FLORIDA

the stockholders of the Corporation, rather than by a Board of Directors.

ARTICLE VI
INCORPORATORS AND OFFICERS

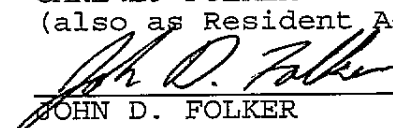
The names and addresses of each incorporator and the initial officers are:

<u>Name & Address</u>	<u>Office</u>
Carl R. Folker 2424 Centennial Boulevard Leesburg, Florida 34748	President
John D. Folker 2424 Centennial Boulevard Leesburg, Florida 34748	Vice President
Jesse A. Folker 2424 Centennial Boulevard Leesburg, Florida 34748	Secretary & Treasurer


IN WITNESS WHEREOF, we have hereunto set our hands and seals this 30th day of April, 1998.



CARL R. FOLKER
(also as Resident Agent)



JOHN D. FOLKER



JESSE A. FOLKER

STATE OF FLORIDA
COUNTY OF LAKE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the state and county aforesaid to take acknowledgments, personally appeared CARL R. FOLKER, JOHN D. FOLKER, and JESSE A. FOLKER, personally known to me, and to me known to be the persons described as the incorporators in and who executed the foregoing Articles Of Incorporation, and they acknowledged before me that they executed the said Articles Of Incorporation.

WITNESS my hand and official seal in the county and state last aforesaid, this 30th day of April, 1998.



P. B. Howell, Jr.
MY COMMISSION # CC558208 EXPIRES
August 22, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

P. B. Howell, Jr.

NOTARY PUBLIC.

Notary Seal/Stamp &
Commission Expiration Date:

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501 or 617.0501, 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:

43 WATERS, INC.

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

CARL R. FOLKER
2424 Centennial Boulevard
Leesburg, Florida 34748

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 this 30th day of April, 1998.


CARL R. FOLKER

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TALLAHASSEE, FLORIDA