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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
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FAX #:

FROM: BUSINESS WORLD TRANSACTIONS, INC.
104512000707

ACCT#:

CONTACT: GEORGE G PICARDIE
PHONE: (305)867-8448
(305)867-8200

FAX #:

NAME: FOUNTAINMAX, INC.

AUDIT NUMBER.....H98000010498

DOC TYPE.....FLORIDA PROFIT CORPORATION OR F.A.
PAGES..... 4

CERT. OF STATUS..0

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be: FOUNTAINMAX, INC.

ARTICLE II PRINCIPAL OFFICE

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

622 HIALEAH DRIVE
HIALEAH, FL. 33010

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "COMMON SHARES."

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

FRANK CRUZ
622 HIALEAH DRIVE
HIALEAH, FL. 33010

Prepared By: FRANK CRUZ
622 HIALEAH DRIVE
HIALEAH, FL. 33010
305 8838501

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TALLAHASSEE, FLORIDA

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**ARTICLE V
INCORPORATOR(S)**

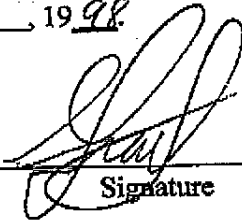
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

FRANK CRUZ
622 HIALEAH DRIVE
HIALEAH, FL. 33010

DIRECTOR &
PRESIDENT.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

3 day of JUNE, 1998



Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 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.

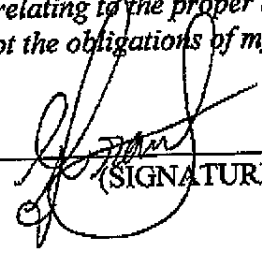
1. The name of the corporation is: FOUNTAINMAX, INC.

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

FRANK CRUZ
622 HIALEAH DRIVE
HIALEAH, FL. 33010

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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.



(SIGNATURE)

6/3/98

(DATE)

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