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AQUA LOUNGE, INC.
4698 N.W. 103 AVENUE
SUNRISE, FL 33351

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-07/09/98--01025--007
****122.50 ****122.50

July 6, 1998

Department of State
Corporate Records/Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of Aqua Lounge, Inc.

Also find enclosed a check made payable to the Secretary of State in the amount of \$122.50 which includes the statutory filing fee. Your assistance in establishing the corporation to be known as Aqua Lounge, Inc. is appreciated.

Respectfully,



William I. Greene

APPROVED
AND
FILED
98 JUL -9 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK JUL 10 1998

ARTICLES OF INCORPORATION

OF

AQUA LOUNGE, INC.

APPROVED
AND
FILED

98 JUL -9 AM 11:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is Aqua Lounge, Inc. The principle office is located at 4698 Northwest 103 Avenue, Sunrise, Florida 33351.

ARTICLE TWO

The period of duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is 500 of the par value of dollars (\$1.00) each.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$500 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 4698 Northwest 103 Avenue, Sunrise, Florida 33351 and the name of its initial registered agent at such address is William Greene. I William Greene hereby accept the duties and responsibilities of registered agent for said corporation.


Registered Agent

ARTICLE SEVEN

The number of directors constituting the initial board of directors is two (2), and the names and addresses of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name	Mailing Address
Michael Cochran	21463 Town Lake Road Boca Raton, Fl 33486
Pablo Ortiz	22350 Sands Point Drive Boca Raton, Fl 33433

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statue.

ARTICLE NINE

The name and address of the incorporator is:

Name	Mailing Address
William Greene	4698 N.W. 103 Avenue Sunrise, Florida 33351

7/6/98
Date

William Greene
Incorporator

ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.

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