7/20/98

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: CARBONATION SPECIALTIES OF FLORIDA, INC.

AUDIT NUMBER...... H98000013354

DOC TYPE..... FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...O CERT. COPIES.....0

PAGES..... DEL.METHOD.. FAX

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ARTICLES OF INCORPORATION .

98 JUL 20 AM 11: 01

OF

SECRETAIN OF STATE

CARBONATION SPECIALISTS OF FLORIDA, TANGLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I - NAME & ADDRESS

The name and address of the corporation shall be:

CARBONATION SPECIALISTS OF FLORIDA, INC. 10560 S.W. 184th Terrace Miami, FL 33157

ARTICLE II - DURATION

This corporation shall commence its existence upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved, according to the law.

ARTICLE III - PURPOSE

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares	Par Value	Class of
Authorized	Per Share	Stock
100 ·	\$1.00	Voting Common

ARTICLE V - INITIAL BOARD OF DERECTORS

This corporation shall have 1 director initially. The number of directors may either be increased or diminished from time to time by the bylaws but shall never be less than one.

Prepared By: LARRY NONES, P.A. 1985 N.W. 88th Court - Suite 201 Miami, FL 33172 (305) 471-0777]

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The name and address of the initial director of this corporation is:

Lon Torok 10560 S.W. 184th Terrace Miami, FL 33157

ARTICLE VI - INCORPORATOR

The name and address of the person signing these articles is:

NAME ADDRESS

Lon Torok 10560 S.W. 184th Terrace Miami, FL 33157

ARTICLE VII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation, this July 18, 1998:

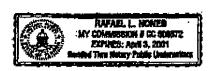
Lon Torok INCORPORATOR

STATE OF FLORIDA) SS

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared Lon Torok, to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that (s)he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the State and County aforementioned this July 18, 1998.



NOTARY UBLIC, STATE OF PLORIDA AT LARGE.

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CERTIFICATE DESIGNATING REGISTERED AGENT AND ACCEPTANCE OF REGISTERED AGENT DESIGNATION

Pursuant to Chapter 48.091, Florida Statues, the following is submitted, in compliance with said Act:

FIRST: That CARBONATION SPECIALISTS OF FLORIDA, INC. is qualified to do business under the laws of the State of Florida with its principal office at 10560 S.W. 184th Terrace, Miami, FL 33157, and has appointed:

Lon Torok of 10560 S.W. 184th Terrace, Miami, FL 33157, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

BY:

Lon Torok

REGISTERED AGENT

98 JUL 20 MI II: 01
SECRETARY OF STATE

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