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ALBERT L. TIDWELL

Attorney at Law

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July 31, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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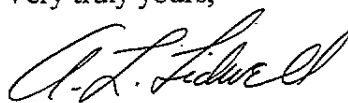
Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation for Creative Water Features, Inc., along with the Acceptance of Appointment of the Registered Agent. Also enclosed is the required fee of One hundred twenty-two dollars and fifty-cents, (\$122.50).

Kindly return to the undersigned the appropriate documents at the address above shown.

Thank you for your cooperation.

Very truly yours,



Albert L. Tidwell

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

B. BROCK AUG 6 1998

ARTICLES OF INCORPORATION
OF
CREATIVE WATER FEATURES, INC.

- 1.) The corporate name for the corporation is: CREATIVE WATER FEATURES, INC.
- 2.) The street address of the initial principal office is: 3660 SCHOONER LANE,
ST. JAMES CITY, FLORIDA 33956.
- 3.) The mailing address of the corporation is: 3660 SCHOONER LANE, ST. JAMES
CITY, FLORIDA 33956.
- 4.) The number of shares the corporation is authorized to issue is 500 shares, no par value.
- 5.) There shall be no preemptive rights granted to the shareholders.
- 6.) The street address of the corporation's initial registered agent is: 3660 SCHOONER
LANE, ST. JAMES CITY, FLORIDA 33956.
- 7.) The name of the corporation's initial registered agent is: Michael B. Holmes.
- 8.) The name and address of the incorporator is: Michael B. Holmes.

3660 Schooner Lane
St. James City, Florida 33956


Michael B. Holmes

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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.

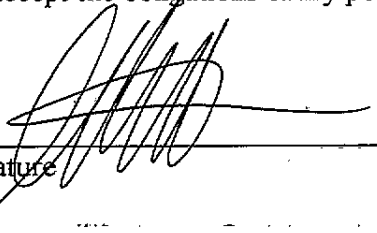
- 1.) The name of the corporation is: CREATIVE WATER FEATURES, INC.
- 2.) The name and address of the registered agent and office is:

Michael B. Holmes

3660 Schooner Lane

St. James City, Florida 33956

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 

Date 7/3/98

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FLORIDA 32314

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