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98000102064
December 4, 1998

Secretary of State
Division of Corporations
Bureau of Corporate Records
409 E. Gaines Street
P.O. Box 6327
Tallahassee, Florida 32314-6327

Re: Water Garden World, Inc.

100002702931--2
-12/04/98-01036--010
****122.50 *****78.75

Dear Sir or Madam:

Enclosed is a check in the amount of \$122.50 in connection with the above corporation for the following:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>
TOTAL	\$122.50

I am also enclosing the original and a copy of the Articles of Incorporation and the Acceptance of Designation as Registered Agent. Please return the copy to this office once it has been certified.

Thank you for your assistance in this matter. Please contact me if you have any questions.

Very truly yours,

Jim Lussier

James R. Lussier

JRL:pd
cc: Richard Chesler (w/o encls.)
Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
98 DEC - 14 PM 1:46
FILED

8 1998
25

ARTICLES OF INCORPORATION
OF
WATER GARDEN WORLD, INC.

FILED
98 DEC -4 PM 1:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of this Corporation is Water Garden World, Inc..

ARTICLE II

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 10,000 shares of common stock. Each of such shares shall have a par value of \$0.10.

ARTICLE IV

The street address of the place of business of the Corporation is 6140 Crystal View Drive, Orlando, Florida 32819. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 6140 Crystal View Drive, Orlando, Florida 32819, and the name of the Corporation's initial registered agent to receive service of process is Richard Chesler.

ARTICLE V

The number of Directors constituting the initial Board of Directors is one. The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws. The name

and address of the Director is:

<u>Name</u>	<u>Address</u>
Richard Chesler	6140 Crystal View Drive Orlando, Florida 32819

ARTICLE VI

The name and address of the subscriber is Richard Chesler, 6140 Crystal View Drive, Orlando, Florida 32819.

ARTICLE VII

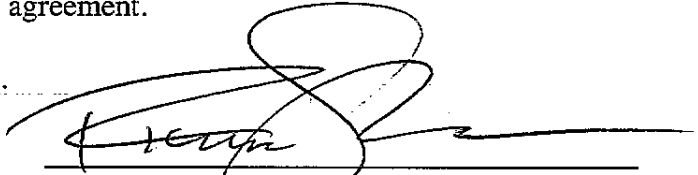
It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such shares, such agreement will be binding and enforceable upon

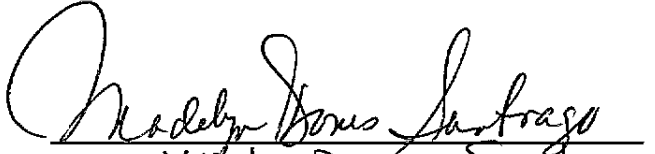
any transferee or successor of any party to such agreement.

DATED: 11/23/98, 1998.


Richard Chesler, Subscriber and Initial Director

STATE OF FLORIDA
COUNTY OF Orange


The foregoing instrument was acknowledged before me on 11/23, 1998, by Richard Chesler, as subscriber and initial director of Water Garden World, Inc., who is personally known to me or has produced (type of identification) as identification.


Name: MADelyn DONES SANtiago
(Print Name)

(AFFIX NOTARY SEAL)

Notary Public - State of Florida

My Commission Expires:

 Madelyn Dones Santiago
My Commission CC771581
Expires August 30, 2002

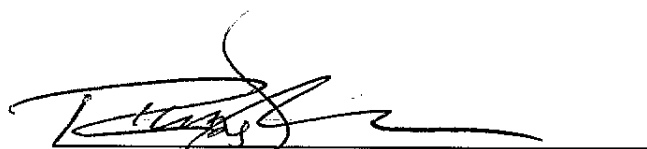
CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Water Garden World, Inc. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at Orlando, Orange County, State of Florida, has named Richard Chesler as its agent to accept service of process within the State.

ACKNOWLEDGMENT

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



Richard Chesler
(Registered Agent)

FILED
98 DEC -4 PM 1:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA