

Division of Corporations

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## Florida Department of State

Division of Corporations

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Katherine Harris, Secretary of State

EFFECTIVE DATE

9-9-99

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Division of Corporations  
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From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
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FLORIDA PROFIT CORPORATION OR P.A.

CLUB H2O, INC.

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**ARTICLES OF INCORPORATION  
OF  
CLUB H2O, INC.**

**H99000022716****(4)**

**ARTICLE I  
CORPORATE NAME**

**EFFECTIVE DATE****9-9-99**

The name of this corporation is CLUB H2O, Inc.

**ARTICLE II  
COMMENCEMENT OF THE CORPORATE EXISTENCE**

The corporate existence commences on the 9th day of September, 1999.

**ARTICLE III  
PRINCIPAL OFFICE**

The mailing address of this corporation is 39 W. Pine St., Orlando, FL 32801.

**ARTICLE IV  
CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) at \$1.00 par value.

**ARTICLE V  
INITIAL REGISTERED AGENT AND OFFICE**

The name and address of the initial registered agent are Kim T. Mollica, Esq. 370 Gamino Gardens Blvd., Suite 118, Boca Raton, FL 33432.

**ARTICLE VI  
MANAGEMENT OF CORPORATE AFFAIRS**

**A) Board of Directors.**

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than one (1) persons. The number of Directors of the corporation shall be one (1), provided however, that such number may be changed by a By-Law duly adopted by the shareholders.

Kim T. Mollica, Esq.  
370 Gamino Gardens Blvd., Suite 118  
Boca Raton, FL 33432  
Telephone 561-394-5524  
Florida Bar Number 850837

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The Directors named herein as the first Board of Directors shall hold office until the first meeting of shareholders at which time an election of Directors shall be held.

Any action required or permitted to be taken by one Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this Corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

Marvin Zuckerberg

39 W. Pine St.  
Orlando, FL 32801

**B) Corporate Officers.**

The Board of Directors shall elect the following officers: President, Vice President, Secretary, and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors.

**ARTICLE VII  
INCORPORATORS**

The names and street address of the Incorporator to these articles of incorporation are Kim T. Mollica, Esq., 370 Gamino Gardens Blvd., Suite 118, Boca Raton, FL 33432.

**ARTICLE VIII  
PURPOSE**

The purpose or purposes for which the corporation is organized are: To engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

The undersigned, for the purpose of forming this corporation under the laws of the State of Florida, has executed these Articles of Incorporation this the 9th day of September, 1999.

  
Kim T. Mollica

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**H99000022716****REGISTERED AGENT AND OFFICE**

Pursuant to the provisions of F.S. 607.0501, 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 CLUB H2O, Inc.
2. The name of the registered agent is Kim T. Mollica, Esq.
3. The address of the registered agent/registered office is c/o Kim T. Mollica, Esq. 370 Gamino Gardens Blvd., Suite 118, Boca Raton, FL 33432.

Having been named as registered agent and designated to accept service of process for the above corporation, 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.

  
Kim T. Mollica

Date: 9th day of September, 1999

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