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ACCOUNT NO. : 072100000032

REFERENCE : 897642 11584A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 14 PM 2:01

ORDER DATE : November 14, 2000

ORDER TIME : 10:38 AM

ORDER NO. : 897642-005

CUSTOMER NO: 11584A

CUSTOMER: Stephen D. Mccann, Esq
Stephen D. Mccann, P.a.

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*****78.75 *****78.75

Suite 600
800 Laurel Oak Drive
Naples, FL 34108

DOMESTIC FILING

NAME: H20 VENDING INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

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11/14/00

ARTICLES OF INCORPORATION

OF

H2O VENDING INC.

FILED
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The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

H2o Vending Inc.

ARTICLE II

GENERAL NATURE OF BUSINESS AND ADDRESS

The general purpose for which this Corporation is organized is to engage in any lawful activity or to transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act. The principal office and the mailing address of this Corporation is 779 Pelican Court, Marco Island, FL 34145.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV

TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE V

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 779 Pelican Court, Marco Island, FL 34145 and the initial registered agent of this Corporation at that address shall be David J. Kowalski.

ARTICLE VI

NUMBER OF DIRECTORS

This Corporation shall have a Board of Directors composed of that number of Directors determined in accordance with the provisions of the Bylaws.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is one; and the name and address of the initial member of the Board of Directors is:

David J. Kowalski

779 Pelican Court

Marco Island, FL 34145

ARTICLE VIII

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

David J. Kowalski

779 Pelican Court

Marco Island, FL 34145

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this
10th day of November, 2000.

David J. Kowalski

David J. Kowalski, Incorporator

THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.

David J. Kowalski

David J. Kowalski
Registered Agent

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