

ARTICLES OF INCORPORATION
OF
SELTZERZ, INC.

The undersigned, acting as Incorporator of a Corporation under the Alabama Business Corporation Act, Adopts the Following Articles of Incorporation for such corporation.

ARTICLE I

Corporate Name

The name of the corporation is: SELTZERZ, INC.

ARTICLE II

Authorized Shares

The maximum number of shares which the corporation is authorized to have outstanding is 10,000 shares, all of which shall be common shares, at a stated par value of \$1.00 per share.

ARTICLE III

Registered Office and Agent

The registered office of the corporation is at 5565 Heathrow Drive, Birmingham, Alabama 35242. The registered agent at that address is Chander Arora.

ARTICLE IV

Incorporator

Chander Arora of 5565 Heathrow Drive, Birmingham, Alabama 35242, is the incorporator of the corporation and here by reserves any and all powers as the registered agent of the corporation.

01/10/2002-01867
12:28 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
006 HEL 105.00

ARTICLE V

Initial Directors

The number of directors constituting the initial Board of Directors of the corporation is one, and the name and address of the person who is to serve as Director until the first annual meeting of the shareholders or until successors are elected and shall duly qualify is:

Chander Arora

5565 Heathrow Drive
Birmingham, Alabama 35242

ARTICLE VI

Purposes

The purposes for which the corporation is formed are:

a. To engage in the activity of sales and distribution as a retailer or wholesaler of bottled water or water products including, but not limited to, processed water, mineral or carbonated water or any other liquid product that is processed and sold for human consumption

b. To engage in independent sales or act as an independent sales agent or representative including purchasing, selling and delivery and exportation to foreign countries and any other duties deemed necessary to act as a retailer, wholesaler or agent in the sale of any nondurable goods that may complement or enhance or be classified or termed as sales or revenue for this entity.

c. To purchase, take, receive, lease or otherwise, acquire, own, hold, improve, use and otherwise deal in and with, real or personal property, or any interest therein, wherever situated of every sort, kind and description necessary to carry out its business.

d. To sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets of every sort kind and description necessary to carry out its business.

e. To invest its funds in real estate, mortgages, stocks and bonds or any other type of investment.

f. To have and exercise all powers necessary or convenient to effect its corporate purposes.

g. To have one or more offices and to conduct any or all of its operation and business and to promote its objectives, within or without the State of Alabama, Without restriction as to place or amount.

h. To do any and all of the things herein set forth as principal, consultant, agent, contractor, trustee, or otherwise, alone or in company with others, whether such others be individuals, corporations, associations or in partnership.

i. To exercise all powers now granted, or which in the future may be granted, by the Alabama Business Corporations Act to corporations formed thereunder, subject to any provisions of any other statute of the State of Alabama.

ARTICLE VII

By-Laws

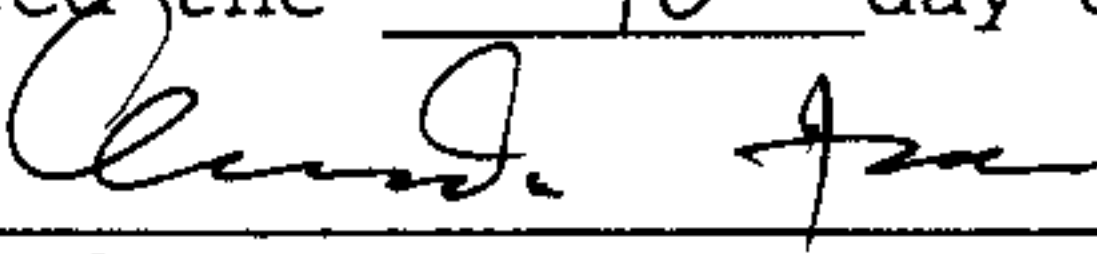
The conduct of the business and the affairs of the corporation shall be governed and regulated by its By-Laws. The shareholders reserve the right to adopt the initial By-Laws of the Corporation. The Board of Directors is expressly authorized to alter, amend, or repeal the By-Laws of the corporation, without any action on the part of the shareholders; but the By-Laws so altered, amended or repealed by the directors and the powers so conferred may be altered, amended or repealed by the shareholders at any annual meeting, or at any special meeting, provided notice of such proposed alteration, amendment, or repeal by the shareholders be included in the notice of such special meeting of the shareholders.

ARTICLE VIII

Management

The management of the business of the corporation shall be vested in the Board of Directors, who, in addition to the powers and authorities granted by the By-Laws, the State of Alabama, or otherwise expressly conferred upon them, are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the corporation directed or required to be exercised or done by the shareholders or by the corporation in a general meeting; subject, however, to the provisions of the Code of Alabama, these resolutions from time to time made by the By-Laws so made shall invalidate any prior act of the Directors which would have been valid if such By-Laws had not been made or if such resolution had not been adopted.

Dated the 10th day of JANUARY, 2002



Chander Arora

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Selterz, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Chander Arora, 5565 Heath Rd Dr, Birmingham, AL 35242 for a period of one hundred twenty days beginning November 30, 2001 and expiring March 31, 2002.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

November 30, 2001

Date

A handwritten signature in black ink that reads 'Jim Bennett'. The signature is written in a cursive style with a large, stylized 'J'.

Jim Bennett

Secretary of State

Inst # 2002-01867

01/10/2002-01867
12:28 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
006 MEL 105.00