

F03000005404

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

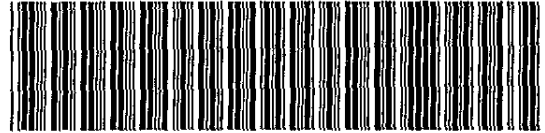
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

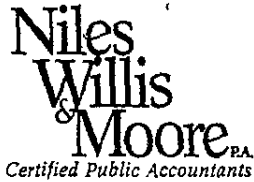


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SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 OCT 27 AM 8:48



October 20, 2003

Florida Dept. of State

Jack D. Niles, Jr., C.P.A.
Guy A. Willis, C.P.A.
Sharon A. Moore, C.P.A.

RE: Poolsouth Technolgy, Inc.
Application by Foreign Corp. for Authorization to Transact Business in FL.

Dear Sir or Madam:

I have enclosed the above application and check in reference to the above Company. I have also enclosed a Federal Express prepaid envelope for the Certificate of Status and certified copy to be mailed back to me.

2432 Flagler Avenue
Key West, FL 33040
305 • 294 • 6606
Fax 305 • 294 • 0328

If you have any questions, please don't hesitate to contact me.

Sincerely,

NILES, WILLIS & MOORE, P.A.

Guy A. Willis, CPA

GAW
Enclosures

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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: POOLSOUTH TECHNOLOGY, INC.

(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Guy A. Willis, CPA

(Name of Person)

Niles, Willis, & Moore, PA

(Firm/Company)

2432 Flagler Avenue

(Address)

Key West, FL 33040

(City/State and Zip code)

For further information concerning this matter, please call:

Guy A. Willis, CPA

(Name of Person)

at (305) 294-6606

(Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee \$78.75 Filing Fee & Certificate of Status \$78.75 Filing Fee & Certified Copy \$87.50 Filing Fee, Certificate of Status & Certified Copy

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. POOLSOUTH TECHNOLOGY, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 04-3714395

(FEI number, if applicable)

4. September 23, 2002

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification." (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 11912 Race Track Road Tampa , Fl. 33626

(Principal office address)

2432 Flagler Avenue Key West, Fl 33040

(Current mailing address)

8. to hold real estate investments

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Guy A. Willis, CPA

Office Address: 2432 Flagler Ave.

Key West, Florida 33040

(City)

(Zip code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Handwritten signature of Guy A. Willis]
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Jean Leo Gros

Address: 20874 9th Avenue Cudjoe Gardens
Cudjoe Key, Fl. 33042

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Jean Leo Gros

Address: 20874 9th Avenue Cudjoe Gardens
Cudjoe Key, Fl. 33042

Vice President: Teresa M. Clark

Address: 11912 Race Track Road
Tampa, Fl. 33626

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Teresa M. Clark
(Signature of Director or Officer listed in number 12 of the application)

14. Teresa M. Clark , Vice President
(Typed or printed name and capacity of person signing application)

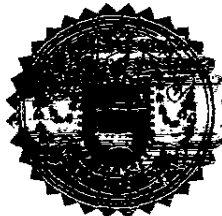
Delaware

The First State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "POOLSOUTH TECHNOLOGY, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SEVENTEENTH DAY OF OCTOBER, A.D. 2003.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 OCT 27 AM 8:48



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3571732 8300

AUTHENTICATION: 2695870

030630807

DATE: 10-17-03