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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

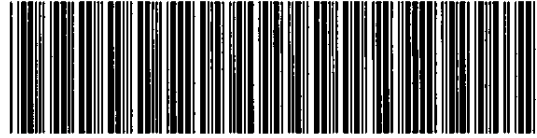
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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05/25/06--01053--013 **70.00

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06 MAY 25 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C.F. 5-26

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: BRP, 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:

Dawn M. Grams

(Name of Person)

Schreimann & Associates, P.C.

(Firm/Company)

909 Lake Carolyn Parkway, Suite 150

(Address)

Irving, Texas 75039

(City/State and Zip code)

For further information concerning this matter, please call:

Dawn M. Grams

(Name of Person)

at (214) 522-6262

(Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing 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



Schreimann & Associates, P.C.
Attorneys & Counselors at Law

May 17, 2006

Via UPS 2nd Day Air 1Z FV1 191 31 1000 0221

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Application by Foreign Corporation for Authorization to Transact Business

Dear Sir or Madam:

Enclosed herein please find the following documents:

1. Cover Letter;
2. One (1) original and one (1) photostatic duplicate of the Application by Foreign Corporation for Authorization to Transact Business in Florida;
3. One (1) original Certificate of Status of Domestic Corporation by the Secretary of the State of California;
4. Check Number 20806 made payable to the Florida Department of State in the amount of seventy dollars (\$70.00) evidencing payment of the following fees: filing fee for the Application by Foreign Corporation for Authorization to Transact Business in Florida;
5. Check Number 20807 made payable to the Florida Department of State in the amount of eight dollars and seventy-five cents (\$8.75) evidencing payment of the following fees: duplicate of Certificate of Status.

Please return one (1) conformed duplicate of the Application by Foreign Corporation for Authorization to Transact Business in Florida and a receipt to Schreimann & Associates, P.C., in the self-addressed and stamped envelope. Thank you for your time and consideration regarding this matter.

Sincerely,



Dawn M. Grams

DMG/
enclosures

cc: Ms. Regina Unegovsky (with enclosures)
Ms. Kay Peter (with enclosures)
Mr. Keith Capp (with enclosures)
909 Lake Carolyn Parkway Suite 150 Irving, Texas 75039 214 522 6262 Fax 214 522 8588

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

Blue Haven Pools & Spas Supplies Direct, Inc. (If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. California 3. 20-2760987 (State or country under the law of which it is incorporated) (FEI number, if applicable)

4. April 11, 2005 5. Perpetual (Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Estimate: May 15, 2006 (Date first transacted business in Florida, if prior to registration) (SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 636 Broadway, Suite 310, San Diego, California, 92101 (Principal office address)

636 Broadway, Suite 310, San Diego, California, 92101 (Current mailing address)

8. The sales of pools and spa supplies. (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 NOT acceptable)

Name: Corporate Creations Network Inc.

Office Address: 1138 Prosperity Farms Rd #221

Palm Springs Gardens, Florida 33410 (City) (Zip code)

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.

Jessie Veltz, USA (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.

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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: R'nelle Lazlo

Address: 636 Broadway, Suite 310, San Diego, California, 92101

Director: Billy D. Eisman

Address: 636 Broadway, Suite 310, San Diego, California, 92101

B. OFFICERS

President: R'nelle Lazlo

Address: 636 Broadway, Suite 310, San Diego, California, 92101

Vice President: Phil Del Negro

Address: 636 Broadway, Suite 310, San Diego, California, 92101

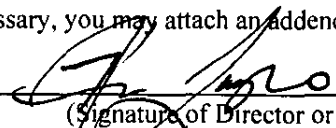
Secretary: Billy D. Eisman

Address: 636 Broadway, Suite 310, San Diego, California, 92101

Treasurer: R'nelle Lazlo

Address: 636 Broadway, Suite 310, San Diego, California, 92101

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

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

14. R'nelle Lazlo, President/Director
(Typed or printed name and capacity of person signing application)

**State of California
Secretary of State**

**CERTIFICATE OF STATUS
DOMESTIC CORPORATION**

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify that on the **11th day of April 2005**, **BRP, INC.**, became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this
certificate and affix the Great Seal
of the State of California this day
of May 16, 2006.



A handwritten signature in black ink, appearing to read "Bruce McPherson".

BRUCE McPHERSON
Secretary of State