

F/2000002225

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

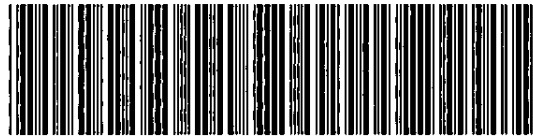
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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200230673982

05/24/12--01001--003 **650.00

04/23/12--01035--003 **70.00

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12 MAY 21 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W12-22660

05/25/12



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED
12 MAY 21 PM 1:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 24, 2012

CHRISTINA MCGRATH
5185 MACARTHUR BLVD NW
STE 370
WASHINGTON, DC 20016

SUBJECT: POOLCENTER.COM, INC.
Ref. Number: W12000022660

We have received your document for POOLCENTER.COM, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to the application submitted to this office, this entity transacted business in the state of Florida before properly registering with the Florida Department of State, Division of Corporations. Consequently, a \$500 civil penalty and an annual report filing fee for each year the entity failed to properly file a Florida annual report are due this office. Based on the date entered on the application, the civil penalty and annual report filing fees total \$650.00.

If you have any further questions concerning your document, please call (850) 245-6052.

Thomas Chang
Regulatory Specialist II
New Filing Section

Letter Number: 312A00012575

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Poolcenter.com, 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," or "Certificate of Good Standing" 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:

Christina McGrath

Name of Person

Poolcenter.com, Inc

Firm/Company

5185 MacArthur Blvd NW Ste 370

Address

Washington, DC 20016

City/State and Zip code

christina@poolcenter.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Christina McGrath

Name of Person

at (202) 677-4153

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

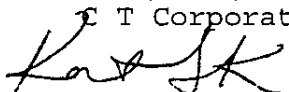
APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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. Poolcenter.com, 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. Virginia 3. 54-1967257
(State or country under the law of which it is incorporated) (FFI number, if applicable)
4. 1/1/2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. 11/1/2011
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. 320 Industrial Dr West Chicago, IL 60185
(Principal office address)
- 5185 MacArthur Blvd NW Ste 370 Washington DC 20016
(Current mailing address)

8. Online retailer of pool supplies, equipment and products.
(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: CT Corporation System
- Office Address: 1200 South Pine Island Rd
Plantation, FL Florida 33324
(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.

CT Corporation System

Katie Szramek
Assistant Secretary
(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

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Mark Metcalfe

Address: 320 Industrial Dr West Chicago, IL 60185

Vice President: _____

Address: _____

Secretary: Stephen Burns

Address: 320 Industrial Dr West Chicago, IL 60185

Treasurer: _____

Address: _____

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

13. Stephen T. Burns
Signature of Director or Officer

The officer or director signing this document (and who is listed in number 12 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

14. Stephen T. Burns CFO/Secretary
(Typed or printed name and capacity of person signing application)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Commonwealth of Virginia



State Corporation Commission

CERTIFICATE OF GOOD STANDING

I Certify the Following from the Records of the Commission:

That Poolcenter.com, Inc. is duly incorporated under the law of the Commonwealth of Virginia;

That the date of its incorporation is January 1, 2000;

That the period of its duration is perpetual; and

That the corporation is in existence and in good standing in the Commonwealth of Virginia as of the date set forth below.

Nothing more is hereby certified.

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SECRETARY OF STATE
FALLAHASSEE, FLORIDA



*Signed and Sealed at Richmond on this Date:
April 18, 2012*

Joel H. Peck
Joel H. Peck, Clerk of the Commission