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FOGLE & FOGLE, P. A. ATTORNEYS AT LAW

J. DANA FOGLE

CORPORATION & BUSINESS LAW

REAL PROPERTY LAW

REGISTERED GENERAL PRACTICE

217 BAST PLYMOUTH AVENUE POST OFFICE BOX 24 DELAND, FLORIDA 32721-0024

> (386) 734-4215 FAX (386) 734-7419

ALICE M. FOGLE
MARFTAL & FAMILY LAW

November 21, 2003

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Organization of George Cook Pool Service, L.L.C.

Gentlemen:

Enclosed herewith is an original and one copy of the proposed Articles of Organizand Designation of Registered Agent for George Cook Pool Service, L.L.C.

Also enclosed is my check in the amount of \$155.00, representing the following:

Filing Fee	\$100.00
Registered Agent Certificate	25.00
Certified copy of Charter and of Registered Agent Certificate	30.00

Thank you very much for your assistance.

Sincerely,

J. Dana Fogle

JDF/bja Enclosures

ARTICLES OF ORGANIZATION OF GEORGE COOK POOL SERVICE, L.L.C.

ARTICLE I NAME

The name of this Limited Liability Company is GEORGE COOK POOL SERVICE, L.L.C..

ARTICLE II DURATION

This Limited Liability Company shall exist perpetually.

ARTICLE III PURPOSE

This Limited Liability Company is created for the purpose of construction and repair of swimming pool tile, decking and plumbing, and in such other related business as may be agreed on by the members.

ARTICLE IV PLACE OF BUSINESS AND REGISTERED AGENT

The principal place of business and mailing address and street address of this Limited Liability Company shall be 701 East Grant Avenue, DeLand, FL 32724, and such other place or places as the members from time to time may determine.

The initial Registered Agent of the Limited Liability Company shall be GEORGE E. COOK, SR., 701 East Grant Avenue, DeLand, FL 32724.

ARTICLE V CONTRIBUTIONS TO CAPITAL

The initial capital of this Limited Company shall consist of the sum of \$10.00 which will be contributed by the member in the following amounts:

1) George E. Cook, Sr.

100%

ARTICLE VI MANAGER OR MANAGING MEMBER The name and address of each Manager or Managing Member is as follows:

Title:

Name and Address:

"MGR" = Manager

"MGRM" = Managing Member

Managing Member

George E. Cook, Sr. 701 East Grant Avenue DeLand, FL 32724

ARTICLE VII MANAGEMENT OF BUSINESS

Except as otherwise provided in these articles of organization, all members shall have equal rights in the management or conduct of the Limited Liability Company. Decisions shall be by majority vote, each member having a vote proportionate to his interest in the company.

ARTICLE VIII REGULATIONS

At the time of executing these articles of organization, the members of the Limited Liability Company shall adopt regulations containing all provisions for the regulation management of this company not inconsistent with law or these articles.

The power to alter, amend or repeal the regulations shall be vested in the members of this company and decided by majority vote.

ARTICLE IX PROPERTY

Real or personal property originally brought into or transferred to the company, or acquired by the company by purchase or otherwise shall be held and owned, and conveyance shall be made, in the name of this Limited Liability Company. Only member George E. Cook, Sr. may execute instruments and documents such as deeds, mortgages, promissory notes, and each and every other document reasonably necessary to carry out the purposes of this company.

ARTICLE X MEETING OF MEMBERS

Annual meetings of the members shall be held within 60 days after the close of the company's fiscal year. Special meetings may be called by a majority in interest of all members. Notice of special meetings shall be by certified mail to each member. Attendance at a meeting constitutes a waiver of notice. All such meetings may be held by telephone, but in such case, all such telephone meetings may be recorded.

Minutes shall be kept of all regular and special meetings.

ARTICLE XI TRANSFERABILITY OF MEMBERS' INTEREST

A member's interest in this Limited Liability Company may be transferred only with the unanimous written consent of all the remaining members. Should any member desire to transfer the member's interest, all other members shall have a pro-rata right of first refusal, and may exercise said right within 10 days of receipt of the selling member's written offer to sell to a third party.

ARTICLE XII PROFITS AND LOSSES

Profits and losses generated by the business of this company shall be passed through the members in their proportionate share pursuant to Article V above.

ARTICLE XIII ADMISSION OF NEW MEMBERS

Additional members may be admitted from time to time only with the unanimous written consent of the members, on such terms and conditions as are set forth by a majority of members.

ARTICLE XIV WITHDRAWAL, RETIREMENT, DEATH, BANKRUPTCY OR EXPULSION

In the event of withdrawal, retirement, death, bankruptcy or expulsion of a member, this Limited Liability Company shall remain in existence and continue in business pursuant to the applicable provisions of the regulations.

ARTICLE XV EXPULSION OF MEMBER(S)

Any member may be expelled from membership in the Limited Liability Company by a majority vote of the other members, pursuant to Florida law.

ARTICLE XVI DISSOLUTION, WINDING UP, LIQUIDATION

Dissolution, winding up and liquidation shall be governed by Fla. Stat. Sec. 608.441-.448, 2001, as amended.

ARTICLE XVII NOTICE TO MEMBERS

All notices to the members of this Limited Liability Company pursuant to these articles shall be deemed effective when given by personal delivery or by certified mail, return receipt requested.

ARTICLE XVIII AMENDMENTS

These articles, except with respect to the vested rights of the members, may be amended from time to time by unanimous consent of the members, and the amendments shall be filed, duly signed by all members of the company, with the Florida Department of State.

IN WITNESS WHEREOF, the parties hereto have executed these articles of

organization on / You. 21, 2003.

GEORGE E. COOK, SR.

S DEC - 1 AM 8: 43
CKETARY & STATE
LAHASSEE, FLORIC

STATE OF FLORIDA COUNTY OF VOLUSIA

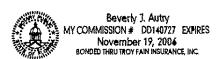
BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared GEORGE E. COOK, SR., to me well known to be the person who executed the foregoing Articles of Organization of GEORGE COOK POOL SERVICE, L.L.C. and he acknowledged before me that he executed same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this

2003.

HOTARY PUBLIC, STATE OF FLORIDA

My commission expires:



CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That GEORGE COOK POOL SERVICE, L.L.C., desiring to organize under the laws of the State of Florida with its principal office at 701 East Grant Avenue, DeLand, County of Volusia, State of Florida 32724, as indicated in the Articles of Organization, has named GEORGE E. COOK, SR., located at 701 East Grant Avenue, DeLand, FL 32724, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

GEORGE E. COOK, SR.