

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L08000116154
FILED 8:00 AM
December 22, 2008
Sec. Of State
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Article I

The name of the Limited Liability Company is:
AQUA POOL & SPA SUPPLY, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
8911 DANIELS PARKWAY
#3
FORT MYERS, FL. US 33912

The mailing address of the Limited Liability Company is:
8911 DANIELS PARKWAY
#3
FORT MYERS, FL. US 33912

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
COHEN & GRIGSBY, P.C.
27200 RIVERVIEW CENTER BLVD.
STE. 309
BONITA SPRINGS, FL. 34134

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

Registered Agent Signature: HUGH W. NEVIN, JR.

Article V

The name and address of managing members/managers are:

Title: MGRM
MARTIN BUELOW
17541 LEBANON ROAD
FORT MYERS, FL. 33967 US

Title: MGRM
BERNHARD BUELOW
17541 LEBANON ROAD
FORT MYERS, FL. 33967 US

Title: MGRM
THOMAS PAULY
5359 DEL MONTE COURT
CAPE CORAL, FL. 33904 US

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Article VI

The effective date for this Limited Liability Company shall be:

01/02/2009

Signature of member or an authorized representative of a member

Signature: MARLENE MARSH, AUTHORIZED REPRESENTATIVE