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FILED
2001 AUG 13 PM 2:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 411597 10805A
AUTHORIZATION :
COST LIMIT : \$ 70.00

Patricia Pigg

ORDER DATE : August 9, 2001
ORDER TIME : 9:51 AM
ORDER NO. : 411597-005
CUSTOMER NO: 10805A

100004530021--6

CUSTOMER: Ms. Melissa Portela
Allen & Goldman, P.a.
330-b Julia Street
Key West, FL 33040

RECEIVED
01 AUG 13 AM 11:32
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: O & M POOLS AND CONSTRUCTION,
INC.

EFFECTIVE DATE:

- XX ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- XX PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155
EXAMINER'S INITIALS:

JW
8/13/01

ARTICLES OF INCORPORATION

OF

O & M POOLS AND CONSTRUCTION, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I.

The name of the corporation is O & M Pools and Construction, Inc..

ARTICLE II.

The general character of the business to be transacted by this corporation is:

1. To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE III.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is one thousand (1,000) of common stock, each share having the par value of \$0.00. Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors, of this corporation at any regular or special meeting.

ARTICLE IV.

The amount of capital with which this corporation shall begin business is ONE THOUSAND (\$1000.00) DOLLARS.

ARTICLE V.

This corporation shall have perpetual existence.

ARTICLE VI.

The initial street address of the principal office of this corporation is to be 153 Key Haven Road, Key West, Florida 33040. The Board of Directors may from time to time designate such other post office address and place for the principal office.

ARTICLE VII.

This corporation shall have three directors initially. The number of directors may be increased from time to time by the by-laws but shall never be less than one. The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Odes McKillip	153 Key Haven Road Key West, Florida 33040
Mike Maribona	153 Key Haven Road Key West, Florida 33040
Christine Maribona	153 Key Haven Road Key West, Florida 33040

ARTICLE VIII.

The name and address of the persons signing these Articles of Incorporation is:

NAME

ADDRESS

Odes McKillip

153 Key Haven Road
Key West, Florida 33040

ARTICLE IX.

The corporation registered office shall be at c/o Allen & Goldman, P.A. 330-B Julia Street, Key West, Florida 33040. The Board of Directors may from time to time designate such other post office address and place for the principal office of its corporation as it may see fit.

ARTICLE X.

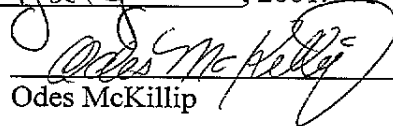
Robert B. Goldman shall be registered or resident agent of this corporation and his address is Allen & Goldman, P.A. 330-B Julia Street, Key West, Florida 33040.

ARTICLE XI.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by him to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all the stockholders sign a written statement manifesting their intention, that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of

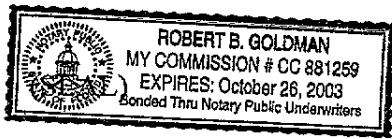
Incorporation this 12th day of July, 2001.


Odes McKillip

STATE OF FLORIDA)
COUNTY OF MONROE)

The foregoing instrument was acknowledged before me this 12th day of July, 2001, by Odes McKillip. He is personally known to me.

Robert B. Goldman



Print Name: Robert B. Goldman
NOTARY PUBLIC
My Commission Expires

CERTIFICATE OF REGISTERED OR RESIDENT AGENT

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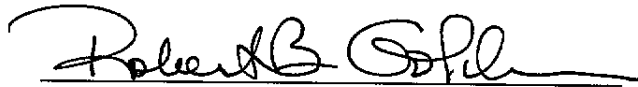
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA)

COUNTY OF MONROE)

BEFORE ME, this day personally appeared Robert B. Goldman, who being first duly sworn,
deposes and says as follows:

That I am familiar with and accept the duties and responsibilities as registered agent
for said corporation.

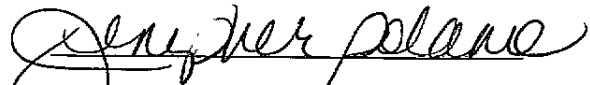


Robert B. Goldman

SWORN TO AND SUBSCRIBED before me at Key West, Monroe County, Florida, this 12th
day of July, 2001.



Jenipher Solano
Commission # CC 967216
Expires Sep. 12, 2004
Bonded Thru
Atlantic Bonding Co., Inc.



Print Name: JENIPHER SOLANO
NOTARY PUBLIC STATE OF FLORIDA

Personally known OR Produced Identification

Type of Identification Produced: _____