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Division of Corporations

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Florida Department of State

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FLORIDA PROFIT CORPORATION OR P.A.

Jim's Pool Company, Inc.  
Jim's Custom Pool Company, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	02 (4)
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 11, 2002

COX & NICI

SUBJECT: JIM'S POOL COMPANY, INC.  
REF: W02000000948

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION  
OF  
JIM'S CUSTOM POOL COMAPNY, INC.

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

Jim's Custom Pool Company, Inc.

SECOND: The initial principal office or mailing address of the Corporation is:

465 Century Drive  
Marco Island, Florida 34145

THIRD: The aggregate number of shares that the Corporation is authorized to issue is TEN THOUSAND (10,000) shares of common stock, and the par value of each such share shall be ONE CENT (\$.01). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The name of the Corporation's initial registered agent and street address of the initial registered office of the Corporation is:

James R. Nici  
c/o Cox and Nici  
3001 Tamiami Trail North, Suite 100  
Naples, Florida 34103

FIFTH: The name and address of the sole incorporator of the Corporation is:

James R. Nici  
c/o Cox & Nici  
3001 Tamiami Trail North, Suite 100  
Naples, Florida 34103

SIXTH: The number of directors constituting the initial Board of Directors of the Corporation is one (1). The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the person(s) to serve as director of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, is as follows:

James G. Shelton, Director  
465 Century Drive  
Marco Island, Florida 34145

NOW, THEREFORE, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida Business Corporation Act has executed these Articles of Incorporation this 10<sup>th</sup> day of January, 2002.

By:   
James R. Nici

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CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

1. The name of the corporation is: Jim's Custom Pool Company, Inc.
2. The name and address of the registered agent and office is:

James R. Nici  
c/o Cox & Nici  
3001 Tamiami Trail North, Suite 100  
Naples, Florida 34103

Having been named as registered agent and to accept service of process for the above-stated Corporation 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.

Dated: January 10, <sup>2002</sup>~~2000~~

By: James R. Nici  
James R. Nici  
Initial Registered Agent

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