

# PO2000102075

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To:

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Account Name : YOUR CAPITAL CONNECTION, INC.  
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02 SEP 20 PM 4:23  
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TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**B-CLEAN POOL SERVICES, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION  
OF****B-Clean Pool Services, Inc.**FILED  
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ALABAMA, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**ARTICLE I**

The name of the corporation is B-Clean Pool Services, Inc.

**ARTICLE II**

The street address of the principal office of the Corporation is 1765 71<sup>st</sup> Court, Vero Beach, Florida 32966.

**ARTICLE III**

The specific purpose for which the corporation is organized is for the purpose of transacting any or all lawful business.

**ARTICLE IV**

The maximum number of shares this Corporation is authorized to issue is Ten Thousand (10,000), having a par value of One Dollar (\$1.00) per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

**ARTICLE V**

The initial street address of the Corporation's registered office is 1717 Indian River Blvd, Suite 301, Vero Beach, FL., 32960. The initial registered agent for the Corporation at that address is Sherman N. Smith, III.

Smith & Smith, Attorneys at Law, 1717 Indian River Blvd, Suite 301, Vero Beach, Florida 32960  
H02000201077 3 (561) 567-4351

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**ARTICLE VI**

The initial board of directors shall consist of two members. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director not more than five. The names and address of the persons who will serve on the initial board of directors are:

William R. Brown	1765 71 <sup>st</sup> Court Vero Beach, Florida 32966
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Peggy P. Brown	1765 71 <sup>st</sup> Court Vero Beach, Florida 32966
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**ARTICLE VII**

The names and street addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

President	Peggy P. Brown
Treasurer	1765 71 <sup>st</sup> Court Vero Beach, Florida 32966

Vice-President	William R. Brown
	1765 71 <sup>st</sup> Court Vero Beach, Florida 32966

**ARTICLE VIII**

Every shareholder, upon the sale for cash or any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price which is offered to others.

**ARTICLE IX**

The corporation shall indemnify any Director or Officer, or any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director

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breached or failed to perform his duties as an officer or director as provided in §607.083,  
Florida Statutes.

**ARTICLE X**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 13 day of September 2002.

William R. Brown  
WILLIAM R. BROWN  
Incorporator

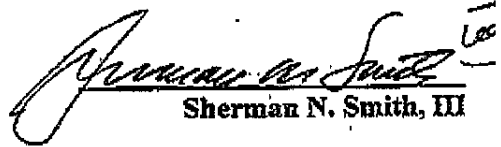
Peggy P. Brown  
PEGGY P. BROWN  
Incorporator

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## ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for B-Clean Pool Services, Inc. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. § 607.0501(3).

Date: September 19, 2002  
Sherman N. Smith, III

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