

**Electronic Articles of Incorporation
For**

**P03000141304
FILED
November 26, 2003
Sec. Of State**

POOLE MASTERWORKS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

POOLE MASTERWORKS, INC.

Article II

The principal place of business address:

4309 MAGNOLIA BEACH ROAD
PANAMA CITY BEACH, FL. 32408

The mailing address of the corporation is:

4309 MAGNOLIA BEACH ROAD
PANAMA CITY BEACH, FL. 32408

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

MICHAEL A SCOTT
2583 HUNTCLIFF LANE
PANAMA CITY, FL. 32405

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: MICHAEL A SCOTT

Article VI

The name and address of the incorporator is:

EARL L POOLE
4309 MAGNOLIA BEACH ROAD
PANAMA CITY BEACH, FLORIDA 32408

Incorporator Signature: EARL L POOLE

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
EARL L POOLE
4309 MAGNOLIA BEACH ROAD
PANAMA CITY BEACH, FL. 32408

Title: VP
MICHELLE M POOLE
4309 MAGNOLIA BEACH ROAD
PANAMA CITY BEACH, FL. 32408

Article VIII

The effective date for this corporation shall be:

11/26/2003