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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

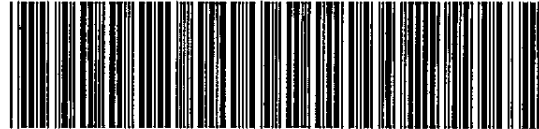
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04 APR 30 PM 12:39
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LAW OFFICES OF
MARC R. GAYLORD, P.A.

9307-B S.E. OLYMPUS STREET
HOBE SOUND, FL 33455
TEL (772) 545-7740
FAX (772) 545-7782

MARC R. GAYLORD, ESQ.

April 16, 2004

VIA FED-X

Secretary of State
Division of Corporations
409 East Gaines St.
Tallahassee, FL 32399

Re: Articles of Incorporation-Lighthouse Pools, Inc.

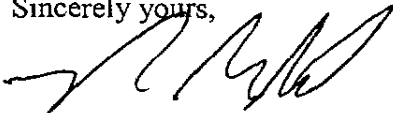
Dear Sir/Madam:

Enclosed please find the original Articles of Incorporation for the above named corporations. I have also enclosed a check in the amount of \$78.75 as the filing fees for each of the above referenced corporations.

Please return to this office at your earliest opportunity, a copy of the filed Articles.

Should you have any questions or concerns with regard to any of the foregoing, please do not hesitate to contact the undersigned.

Sincerely yours,



Marc R. Gaylord

MRG/mg
Encl

ARTICLES OF INCORPORATION

FOR

LIGHTHOUSE POOLS, INC.

The undersigned subscribers of these Articles of Incorporation, natural persons competent to contract; hereby form a corporation under the laws of the State of Florida

ARTICLE I

The name of this corporation is:

LIGHTHOUSE POOLS, INC.

ARTICLE II

The general nature of the business and objects and purposes to be transacted and carried on by this corporation are:

To engage in any activity of business permitted
Under the laws of the United States and of this State.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to issue is ONE THOUSAND (1,000) shares of common stock, having nominal or par value of ONE AND 00/100 DOLLARS (\$1.00) per share.

ARTICLE IV

The amount of capital stock with which this corporation shall begin business is not less than ONE THOUSAND AND 00/100 DOLLARS (\$1,000.00).

ARTICLE V

The initial street address of this corporation is:

3100 NW Boca Raton Blvd, Suite 406, Boca Raton, FL 33431

ARTICLE VI

The corporation shall have perpetual existence.

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04 APR 30 PM 12:38
CLERK OF DISTRICT COURT
1300 BAYVIEW BLVD
MIAMI, FL 33132

ARTICLE VII

The corporation shall have two (2) director's initially. The number of directors may be increased or may be diminished from time to time by the By-Laws adopted by the stockholders; but shall never have less than one (1).

ARTICLE VIII

The names and street addresses of the members of the first Board of Directors and Subscribers are:

| NAME | ADDRESS |
|----------------------|--|
| John M. Wille | 4163 Artesa Dr Boynton Beach FL 33436 |
| John R. Payne | 16429 75th Way Palm Beach Gardens, Florida 33418 |

ARTICLE IX

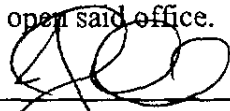
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a meeting of the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the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

ARTICLE X

This corporation desiring to organize under the laws of the State of Florida with its principal office, as indicated in these Articles of Incorporations, in Palm Beach County, State of Florida, has named John M. Wille, 4163 Artesa Dr, Boynton Beach, Florida 33436, as its Registered Agent to accept service and process within this State.


ACKNOWLEDGEMENT:

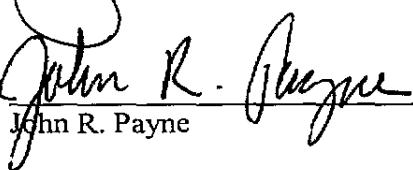
Having been named to accept service of process for the above stated corporation, at the place designated in this Article, I hereby accept to act in this capacity and agree to comply with the revisions of said Act relative to keeping open said office.



JOHN M. WILLE
Registered Agent

IN WITNESS WHEREOF, The undersigned, the sole members of the original Board of Directors and Subscribers have hereunto set our hands and seal this 28th day of April, 2004, for the purpose of forming this corporation to do business both within and without the State of Florida, and pursuant to the Laws of the State of Florida for corporations, do make and file in the office of the Secretary of State these Articles of Incorporation and certify that the facts herein are true.



John M. Wille



John R. Payne

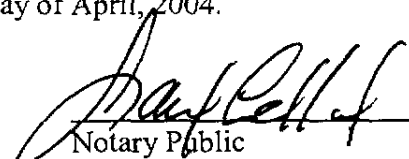
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**STATE OF FLORIDA
COUNTY OF MARTIN**

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized to take acknowledgments and administer oaths, in the State and County aforesaid, personally appeared John M. Wille and John R. Payne who being first duly sworn acknowledge to me that they are the persons described in and who executed the foregoing Articles of Incorporation and that they executed the same for the purposes therein expressed.

Witness my hand and seal this 28th day of April, 2004.

 Larry Gellon
Commission # CC 982393
Expires Nov. 16, 2004
Bonded Thru
Atlantic Bonding Co., Inc.



Notary Public
STATE OF FLORIDA
My Commission Expires: