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NO. 932

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Florida Department of State  
Division of Corporations  
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TALLAHASSEE, FLORIDA

**FOREIGN PROFIT/NONPROFIT CORPORATION**

**ZODIAC POOL CARE, INC.**

Certificate of Status	0
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Ananda Haddan

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# APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1303, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Zodiac Pool Care, Inc.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Ltd.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Delaware

(State or country under the law of which it is incorporated)

3. 133786641

(FEI number, if applicable)

4. August 29, 1994

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. \_\_\_\_\_

(Date first transacted business in Florida, if prior to registration)  
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2620 Commerce Way

(Principal office address)

Vista, CA 92081

(Current mailing address)

8. Engage in any lawful act or activity under the laws of Delaware

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee

(City)

, Florida 32301

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

By: Jacqueline N. Casper

(Registered agent's signature)

Jacqueline N. Casper, Assistant Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

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**A. DIRECTORS**

Chairman: Jean-Marc Dallance

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Address: c/o 2620 Commerce Way, Vista, CA 92081

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: Jean-Michel Renard

Address: c/o 2620 Commerce Way, Vista, CA 92081

Director: Kate Theischer

Address: c/o 2620 Commerce Way, Vista, CA 92081

**B. OFFICERS**

President: and CEO Kate Theischer

Address: c/o 2620 Commerce Way, Vista, CA 92081

Vice President: 1. Tim Herlihy 2. Simon Roy

Address: c/o 2620 Commerce Way, Vista, CA 92081

Secretary: Richard Cicchillo, Jr.

Address: Kilpatrick Stockton LLP, Suite 2800, 1100 Peachtree Street, Atlanta, GA 30309-4530

Treasurer: CFO: Dale Seidman

Address: c/o 2620 Commerce Way, Vista, CA 92081

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 

(Signature of Director or Officer listed in number 12 of the application)

14. Richard Cicchillo, Jr., Secretary

(Typed or printed name and capacity of person signing application)

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# Delaware

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ZODIAC POOL CARE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF MARCH, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ZODIAC POOL CARE, INC." WAS INCORPORATED ON THE TWENTY-NINTH DAY OF AUGUST, A.D. 1994.

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070304071



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 5496513

DATE: 03-12-07