



THE UNITED STATES
CORPORATION
COMPANY

F99000004616

ACCOUNT NO. : 072100000032

REFERENCE : 362380 4708919

AUTHORIZATION :

COST LIMIT : \$ 70.00

Patricia Pigut

ORDER DATE : September 1, 1999

ORDER TIME : 9:52 AM

ORDER NO. : 362380-010

CUSTOMER NO: 4708919

CUSTOMER: Ms. Rosy Y. Valencia
Leslie's Poolmart
20630 Plummer Street

Chatsworth, CA 91311

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP -7 PM 3:21

(3)

FOREIGN FILINGS

900002979239--8

NAME: LPM SERVICE, INC.

XXXX QUALIFICATION (TYPE: CO)

NK 9/7/99

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

RECEIVED
99 SEP -7 AM 10:31
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

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1. LPM Service, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware
(State or country under the law of which it is incorporated)
3. 91-1995159
(FEI number, if applicable)
4. August 3, 1999
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 20630 Plummer Street, Chatsworth, CA 91311

(Current mailing address)
8. Retailer of swimming pool supplies & related items & pool & spa service
(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 or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, 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.

By: 
(Registered agent's signature)

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.

12. Names and addresses of officers and/or directors: (Street address **ONLY** - P.O. Box **NOT** acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Brian P. McDermott

Address: 20630 Plummer Street

Chatsworth, CA 91311

Vice Chairman: Robert D. Olsen

Address: 20630 Plummer Street

Chatsworth, CA 91311

Director: Cynthia G. Watts

Address: 20630 Plummer Street

Chatsworth, CA 91311

Director: Cynthia G. Watts

Address: 20630 Plummer Street

Chatsworth, CA 91311

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Brian P. McDermott

Address: same as above

Vice President: Steven J. Knight

Address: 20630 Plummer Street

Chatsworth, CA 91311

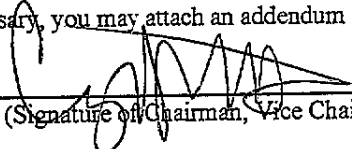
Secretary: Cynthia G. Watts

Address: same as above

Treasurer: Robert D. Olsen

Address: same as above

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

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Cynthia G. Watts
(Typed or printed name and capacity of person signing application)

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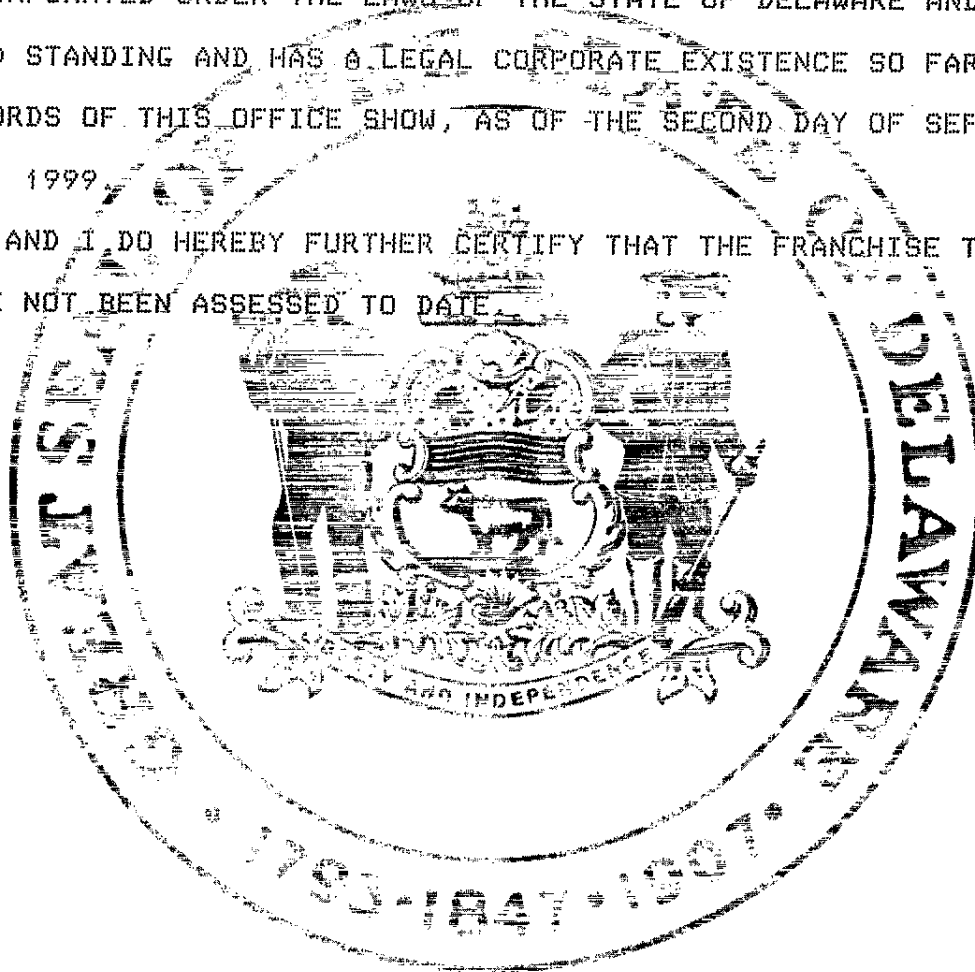
State of Delaware
Office of the Secretary of State

PAGE 1

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "LPM SERVICE, 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 SECOND DAY OF SEPTEMBER, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE NOT BEEN ASSESSED TO DATE.



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE:

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09-02-99