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Transmittal Letter

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MJH

To: Registration Section
Department of State, Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-09/26/00--01070--007
****130.00 ****130.00

Subject: UNITED POOL SERVICE, LLC
(proposed corporate name, including suffix)

I have enclosed original articles of organization, one copy of the articles of organization, and a check for:

- \$125.00 Filing Fee and Registered Agent Designation
- \$130.00 Filing Fee, Registered Agent Designation and Certificate of Status
- \$155.00 Filing Fee, Registered Agent Designation and Certified Copy
- \$160.00 Filing Fee, Registered Agent Designation, Certified Copy, and Certificate of Status

From: Philip K. Calandrino
Philip K. Calandrino, P.A.
7232 Sand Lake Road, Suite 201
Orlando, Florida 32819

(407) 351-5775 Telephone
(407) 351-5688 Telecopier

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 SEP 26 PM 1:20

**ARTICLES OF ORGANIZATION
FOR
UNITED POOL SERVICE, LLC**

ARTICLE 1 - Name:

The name of the limited liability company shall be United Pool Service, LLC.

ARTICLE 2 - Addresses:

The mailing address and principal office of the limited liability company shall be:

111 North Orange Avenue, Suite 915
Orlando, Florida 32801

ARTICLE 3 – Registered Office and Registered Agent

The name and the Florida street address of the initial registered agent are:

Robert A. Butler, Jr.
111 North Orange Avenue, Suite 915
Orlando, Florida 32801

ARTICLE 4 – Management

The limited liability company shall be managed by its owners. Therefore, it is an owner-managed company.

ARTICLE 5 – Membership

The limited liability company shall have the following initial equity owners, who will also act as members:

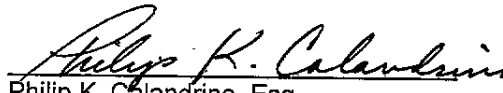
Robert A. Butler, Jr. —100%

ARTICLE 6 – Effective Date

The effective date of the limited liability company shall be September 21, 2000.

ARTICLE 7 – Purposes and Powers

The general purpose for which the limited liability company is organized shall be to engage in and transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida and all powers appurtenant thereto.


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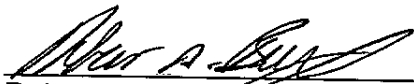
Authorized legal representative of the members

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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT
FOR
UNITED POOL SERVICE, LLC**

Having been named as a registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated September 21, 2000 in Orlando, Orange County, Florida



Robert A. Butler, Jr., Registered Agent
111 North Orange Avenue, Suite 915
Orlando, Florida 32801