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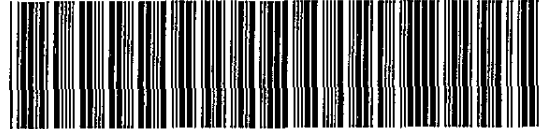
(Business Entity Name)

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DIVISION OF CORPORATION

BA



CORPORATION SERVICE COMPANY*

ACCOUNT NO. : 072100000032

REFERENCE : 569320 7268062

AUTHORIZATION :

COST LIMIT : \$ 125.00

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ORDER DATE : April 15, 2004

ORDER TIME : 10:01 AM

ORDER NO. : 569320-005

CUSTOMER NO: 7268062

CUSTOMER: Donald Yetter, Esq
Donald W. Yetter, P.a.

Suite B
1111 Ninth Avenue West
Bradenton, FL 34205

DOMESTIC FILING

NAME: PARADISE POOLS OF BRADENTON,
LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan - EXT. 2955

EXAMINER'S INITIALS: _____

THIS INSTRUMENT PREPARED BY:

DONALD W. YETTER, Esquire
1111 - Ninth Avenue West, Suite B
Post Office Box 9335
Bradenton, Florida 34206
(941) 749-1402

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ARTICLES OF ORGANIZATION
OF
PARADISE POOLS OF BRADENTON, L.L.C.

ARTICLE I - NAME

THE NAME OF THIS Limited Liability Company shall be **PARADISE POOLS OF BRADENTON, L.L.C.**

ARTICLE II - ADDRESS

THE MAILING ADDRESS and street address of the principal office of the Limited Liability Company shall be 1126 133rd Street East, Bradenton, Florida 34212.

ARTICLE III - DURATION

THE PERIOD OF DURATION for this Limited Liability Company shall be until (i) the death, retirement, resignation and/or dissolution of a member of the Limited Liability Company; (ii) the occurrence of any other event that terminates the continued membership of a member in the Limited Liability Company; (iii) the Limited Liability Company is dissolved in a manner provided by law; or (iv) as further provided in the regulations of the Limited Liability Company as adopted by the members. The members of the Limited Liability Company shall have a right to continue the business of the Limited Liability Company on the unanimous consent of the remaining members.

ARTICLE IV - MANAGEMENT

THIS LIMITED LIABILITY COMPANY is to be managed by "Managers" and the names and addresses of the persons or entities who are to serve as such Managers are:

MICHAEL L. HAWKINS
1126 133rd Street East
Bradenton, Florida 34212

DENISE M. HAWKINS
1126 133rd Street East
Bradenton, Florida 34212

ARTICLE V - MEMBERSHIP RESTRICTIONS

MEMBERS OF THE LIMITED Liability Company shall have a right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of such members admission to this Limited Liability Company.

A MEMBER'S INTEREST in this Limited Liability Company may not be sold or otherwise transferred except with the unanimous written consent of all of the members of the Limited Liability Company.

ON THE DEATH, RETIREMENT, resignation or dissolution of a member of this Limited Liability Company, or the occurrence of any other event that terminates the continued membership of a member in the Limited Liability Company, the remaining members of the Limited Liability Company shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

THE STREET ADDRESS of the initial Registered Office of this Limited Liability Company is 1126 133rd Street East, Bradenton, Manatee County, Florida 34212. The name of the Limited Liability Company's initial Registered Agent at that address is **MICHAEL L. HAWKINS**.

THE UNDERSIGNED BEING an original member of this Limited Liability Company certifies that this instrument constitutes the proposed Articles Of Organization of **PARADISE POOLS OF BRADENTON, L.L.C.**

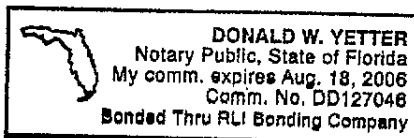
EXECUTED BY THE undersigned in Bradenton, Manatee County, Florida, on April 14 2004.

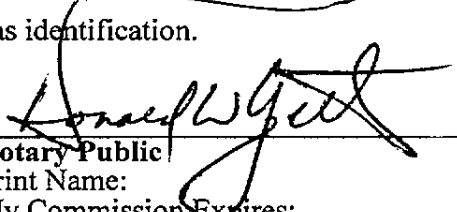


MICHAEL L. HAWKINS

STATE OF FLORIDA
COUNTY OF MANATEE

THE FOREGOING instrument was acknowledged before me on this 14th day of April, 2004, by **MICHAEL L. HAWKINS**, who is personally known to me or who produced a valid Drivers License issued by the State of Florida as identification.




Notary Public
Print Name:
My Commission Expires:
My Commission Number:

ACCEPTANCE OF REGISTERED AGENT

PURSUANT to Section 608.407(2), Florida Statutes, the following is submitted in compliance with said statute: That **PARADISE POOLS OF BRADENTON, L.L.C.**, desiring to organize under the laws of the State of Florida with its principal office as indicated in the foregoing Articles Of Organization, in the County of Manatee, State of Florida, has named **MICHAEL L. HAWKINS**, whose address is 1126 133rd Street East, Florida 34212, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

HAVING been named to accept service of process for **PARADISE POOLS OF BRADENTON, L.L.C.**, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said statute, relative to keeping open said office.

DATED: April 14, 2004.

REGISTERED AGENT:


MICHAEL L. HAWKINS