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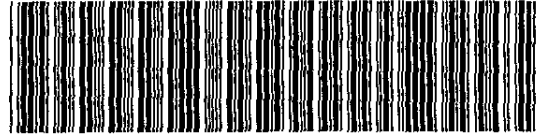
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12/17 correction

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FALLS CHURCH, VA

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December 15, 2004

Florida Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Jetline Products of Miami, LLC

Dear Sir or Madam:

Please find enclosed the following documents:

1. An original Articles of Correction to the Articles of Organization of Jetline Products of Miami, LLC for filing;
2. A copy of the Articles of Organization for your reference;
3. Our Firm's check in the amount of \$55.00 for the filing fee and certified copy of the Articles of Correction; and
4. A self-addressed, stamped envelope for the certified copy.

Thank you for your attention to this matter. If you should have any questions, please feel free to contact me.

Very truly yours,


MARK A. LEVY

MAL:skg
Enclosures

G:\WPFiles\clients\Jetline Products\Corresp\Florida Dept of State.doc

**ARTICLES OF CORRECTION TO
ARTICLES OF ORGANIZATION OF
JETLINE PRODUCTS OF MIAMI, LLC**

Pursuant to Section 608.4115, Florida Statutes, this document is being submitted within the required thirty (30) business days to correct the attached articles of organization.

FIRST: The name of the limited liability company is:

JETLINE PRODUCTS OF MIAMI, LLC

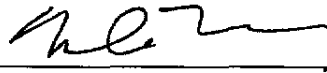
SECOND: The Articles of Organization contain an incorrect statement because the online filing template did not allow sufficient characters. The corrected statement is as follows:

ARTICLE III

The purpose for which this Limited Liability Company is organized is:

The LLC is formed to operate a business undertaking for the sale and wholesale distribution of components and items used for the construction, repair, and maintenance of swimming pools and spas and to engage in any other lawful business.

Dated: December 14, 2004.



Signature of member or authorized
representative of member

Mark Levy - Attorney

Typed or printed name of signee

FILED
04 DEC 17 PM 3:54
FALLS CHURCH, VIRGINIA

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L04000089467
FILED 8:00 AM
December 10, 2004
Sec. Of State
dcushing

Article I

The name of the Limited Liability Company is:

JETLINE PRODUCTS OF MIAMI, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

8200 NW 93RD STREET
MIAMI, FL. US 33166

The mailing address of the Limited Liability Company is:

8200 NW 93RD STREET
MIAMI, FL. US 33166

Article III

The purpose for which this Limited Liability Company is organized is:

THE LLC IS FORMED TO OPERATE A BUSINESS UNDERTAKING FOR THE
SALE AND WHOLESALE DISTRIBUTION OF COMPONENTS AND ITEMS
USED FOR THE CONSTRUCTION, REPAIR, AND MAINTENANCE OF
SWIMMING POOLS AND SPAS, TO ENGAGE IN SUCH OTHER LAWFUL
ACTIVITIES AS

Article IV

The name and Florida street address of the registered agent is:

MARK A LEVY
200 E. LAS OLAS BLVD.
SUITE 1900
FORT LAUDERDALE, FL. 33301

Having been named as 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.

Registered Agent Signature: MARK A. LEVY

Article V

The name and address of managing members/managers are:

Title: MGRM
ANDREW LEVINSON
1325 SUFFOLK AVENUE
LONG ISLAND, NY. 11749 US

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FILED 8:00 AM
December 10, 2004
Sec. Of State
dcushing

Signature of member or an authorized representative of a member

Signature: ANDREW LEVINSON