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CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222	~
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ARTICLES OF ORGANIZATION OF **BLUE HORIZON POOLS AND SPAS, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Eimited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be BLUE HORIZON POOLS AND SPAS, LLC., a Limited Liability Company ("company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 5258 Avenida Del Mare, Sarasota, Florida 34242.

ARTICLE III - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are:

ROBERT WILLIAM ROGERS 5258 Avenida Del Mare Sarasota, Florida 34242

Having been named as registered agent and to accept service of process for the above named limited liability company at the place designated herein, I hereby accept 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 as provided for in F.S. Chapter 608.

Signature of Registered Agent - Robert William Rogers

William Tone

Signature of sole member

Robert William Rogers Typed or printed name of signee