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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**PHOENIX POOL SUPPLY, LLC**

Certificate of Status	0
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Page Count	02
Estimated Charge	\$125.00

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EXAMINER

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**ARTICLES OF ORGANIZATION  
OF  
PHOENIX POOL SUPPLY, LLC**

1. Name. The name of this limited liability company is PHOENIX POOL SUPPLY, LLC (the "Company"), and it shall be formed as a limited liability company under Chapter 608 of the laws of the State of Florida.

2. Duration. The Company shall exist from the date of filing of these Articles of Organization with the Florida Secretary of State, and the Company's existence shall be perpetual.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.


4. Place of Business. The mailing address and street address of the Company's principal office is 7278 S. Tamiami Trail, Sarasota, Florida 34231.

5. Registered Agent and Office. The name of the initial registered agent of the Company is Jason S. Harrington. The street address of the initial registered agent of the Company is 7278 S. Tamiami Trail, Sarasota, Florida 34231.

6. Management of the Company. The Company shall be managed by its members in accordance with an Operating Agreement adopted by the members.

7. Operating Agreement. The members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned executed these Articles of Organization on the 8th day of October, 2008.

  
Jason S. Harrington, Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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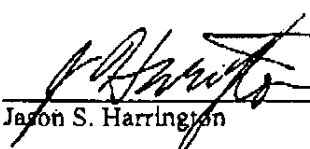
**CERTIFICATION OF DESIGNATION  
OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: **PHOENIX POOL SUPPLY, LLC, a Florida limited liability company.**

2. The name and address of the registered agent and registered office is: Jason S. Harrington, 7278 S. Tamiami Trail, Sarasota, Florida 34231.

*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 its 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.*

  
Jason S. Harrington

Dated: October 8, 2008

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