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Account Name : JUDD, ULRICH ET EL
Account Number : I19980000022
Phone : (941) 955-5100
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

POOL DEPOT USA, LLC

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**ARTICLES OF ORGANIZATION FOR
POOL DEPOT USA, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - NAME

The name of the limited liability company is: POOL DEPOT USA, LLC.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the limited liability company is:
6787 - 74th Street Circle E, Bradenton, FL 34203.

ARTICLE III - REGISTERED AGENT

The name and the Florida address of the registered agent and office are:

Judd, Ulrich, Scarlett, Wickman & Dean, P.A.
2940 South Tamiami Trail
Sarasota, FL 34239

ARTICLE IV - PURPOSE

The purpose of this limited liability company is to engage in any and all business not prohibited by the laws of the State of Florida.

This limited liability company shall have all powers given limited liability companies under the Laws of the State of Florida.

ARTICLE V - DURATION

The term of duration for the limited liability company shall be perpetual.

ARTICLE VI - MANAGEMENT

The limited liability company is managed by one manager or more managers and is, therefore, a manager - managed company. The name and address of the initial manager is: Michael Patitucci, 6787 - 74th Street Circle E, Bradenton, FL 34203.

Prepared by:
John E. Wickman, Esquire
Judd, Ulrich, Scarlett, Wickman & Dean, P.A.
2940 South Tamiami Trail
Sarasota, FL 34239
(941) 955-5100
Fla. Bar No. 0046884

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ARTICLE VII - ADMISSION OF ADDITIONAL MEMBERS

No additional members shall be admitted to the company except upon the written consent of not less than seventy-five percent (75%) majority in interest of all the voting-members of the company. A member may transfer his/her/its interest in the company as set forth in the operating agreement of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless the managers and a majority in interest of the voting members of the company (exclusive of the member proposing to dispose of his/her/its interest) approve of the proposed transfer in writing.

ARTICLE VIII - MEMBER'S RIGHTS TO CONTINUE BUSINESS

The remaining members of the limited liability company may continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

ARTICLE IX - EFFECTIVE DATE

Pursuant to the provisions of Chapter 608, Florida Statutes, this limited liability company shall begin in existence upon the filing of these Articles of Organization.


John E. Wickman, Authorized Representative of a Member

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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent.

Judd, Ulrich, Scarlett, Wickman & Dean, P.A.,
a Florida professional service limited liability company

By 
John E. Wickman, Esquire

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SECRET
JUDITH A. WICKMAN
DIRECTOR
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