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ACCOUNT NO. : 072100000032
REFERENCE : 536561 81293A
AUTHORIZATION :
COST LIMIT : \$ 70.00

Patricia Pizit

ORDER DATE : January 3, 2000
ORDER TIME : 2:51 PM
ORDER NO. : 536561-005
CUSTOMER NO: 81293A

200003086692

CUSTOMER: Ms. Sue Hurley
SORGINI & SORGINI
SORGINI & SORGINI
300 N. Federal Highway
Lake Worth, FL 33460

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN -3 AM 9:29

DOMESTIC FILING

NAME: CRYSTAL BLUE POOLS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

J/W

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
00 JAN -3 PM 4:38

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN -3 AM 9:29

**ARTICLES OF INCORPORATION
OF
CHRYSTAL BLUE POOLS, INC.**

ARTICLE I. CORPORATE NAME.

The name of this corporation is:

CHRYSTAL BLUE POOLS, INC.

ARTICLE II. PRINCIPAL OFFICE.

The address of the principal office and the mailing address of the corporation is:

3618 Moonvine Court
West Palm Beach, FL 33406

ARTICLE III. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK.

The maximum number of shares that this Corporation is authorized to issue and have outstanding at any one time is Three Thousand [3,000] shares of common stock having a par value of One Dollar [1.00].

ARTICLE V. TERM OF EXISTENCE.

This Corporation shall have perpetual existence commencing upon filing of these articles.

VI. INITIAL REGISTERED AGENT AND ADDRESS.

The name and address of the initial Registered Agent is:

ROBERT C. SORGINI
300 North Federal Highway
Lake Worth, Florida 33460

ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have one [1] director initially. The number of directors may be diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one [1].

ARTICLE VIII. INITIAL DIRECTOR.

The name of the initial director of this Corporation and his street address is:

JAMES W. STEVENS
3618 Moonvine Court
West Palm Beach, FL 33406

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE IX. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the INCORPORATOR is:

JAMES W. STEVENS
3618 Moonvine Court
West Palm Beach, FL 33406

ARTICLES X. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed

by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as INCORPORATOR, has executed the foregoing Articles of Incorporation on this 28 day of December, 1999.

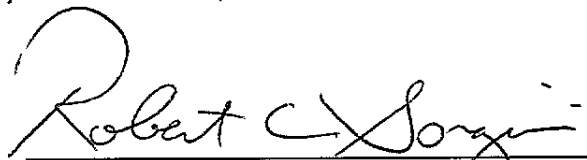


JAMES W. STEVENS, INCORPORATOR

ACCEPTANCE AS REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, 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.

DATED this 28 day of December, 1999.



ROBERT C. SORGINI, Resident Agent

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DIVISION OF CORPORATIONS
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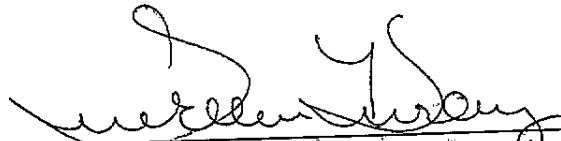
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JAN -3 AM 9:29

STATE OF FLORIDA

COUNTY OF PALM BEACH

Sworn to and subscribed before me this 28th day of December,
1999, by JAMES W. STEVENS.



Notary Public, State of Florida at Large



Sue Ellen Hurley
MY COMMISSION # CC582293 EXPIRES
September 28, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

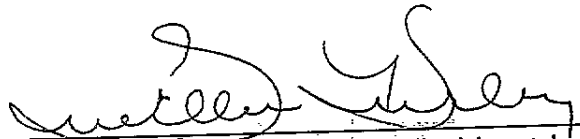
Personally Known X Produced Identification _____

Type of Identification Produced _____

STATE OF FLORIDA

COUNTY OF PALM BEACH

Sworn to and subscribed before me this 28th day of December,
1999, by ROBERT C. SORGINI.



Notary Public, State of Florida at Large

Sue Ellen Hurley
MY COMMISSION # CC582293 EXPIRES
September 28, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

Personally Known X Produced Identification _____

Type of Identification Produced _____