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TRANSMITTAL LETTER

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

400003081174--5
-12/28/99--01004--001
*****70.00 *****70.00

SUBJECT: CRYSTALLINE POOLS, INC.
(proposed corporate name)

Enclosed please find an original and one (1) copy of the articles of incorporation of the above corporation and check in the amount of \$70.00.

FROM: KAREN BAKER
Name
11911 SW 13 COURT
Address
DAVIE, FL 33325-6601
City, State & Zip
(954) 473-2118
Telephone Number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 27 AM 10:23

Note: Additional copy of articles is needed when certified copy is requested.

g 1/1/00

EFFECTIVE DATE

11/01/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 DEC 27 AM 10:23

ARTICLES OF INCORPORATION

OF

CRYSTALLINE POOLS, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

CRYSTALLINE POOLS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

11911 SW 13 COURT
DAVIE, FLORIDA 33325-6601

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares at \$1.00 par

**ARTICLE IV INITIAL REGISTERED
AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

KAREN BAKER
11911 SW 13 COURT
DAVIE, FLORIDA 33325-6601

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

DAVID D. BAKER
11911 SW 13 COURT
DAVIE, FLORIDA 33325-6601

ARTICLE V EFFECTIVE DATE

The effective date for this corporation shall be January 1, 2000.

The undersigned has(have) executed these Articles of Incorporation this 21 day of December, 1999.

David Baker
Signature

12/21/99
Date

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 DEC 27 AM 10: 23

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

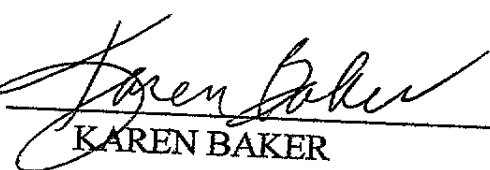
1. The name of the corporation is: CRYSTALLINE POOLS, INC.

2. The name and address of the registered agent and office is:

KAREN BAKER
11911 SW 13 COURT
DAVIE, FLORIDA 33325-6601

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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 POSITIONS AS REGISTERED AGENT.

SIGNATURE


KAREN BAKER

DATE 12/21/99

REGISTERED AGENT FILING FEE: \$35.00