

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

200000005689

Orange Wood Pools of Vero Beach,
Inc.

200003102542--0

-01/19/00--01049--018

*****78.75 *****78.75

✓ Art of Inc. File Cert. of Status

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

Signature

Requested by:

LM 1-19 10:09

Name

Date

Time

Walk-In

Will Pick Up

FILED
00 JAN 19 AM 11:31
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

RECEIVED
00 JAN 19 AM 10:50
DIVISION OF CORPORATE & COMMERCIAL AFFAIRS
TALLAHASSEE, FLORIDA

T. SMITH JAN 19 2000

**ARTICLES OF INCORPORATION
OF
ORANGEWOOD POOLS OF VERO BEACH, INC.**

ARTICLE I - NAME

The name of this corporation is Orangetwood Pools of Vero Beach, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal place of business of this corporation is 665 4th Street, Vero Beach, Florida 32962 and the name of the initial registered agent of this corporation is Rickey L. Farrell, Esquire, 1595 SE Port St. Lucie Boulevard, Port St. Lucie, Florida 34952.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name(s) and address(es) of the initial Board of Directors of this corporation is (are):

Barbara Wakula
665 4th Street
Vero Beach, FL 32962

Gary T. Van Tilburg
2302 Lassdo Lane
Lakeland, FL 33801

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00 JAN 19 AM 11:31
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TALLAHASSEE, FLORIDA

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporator signing these articles is:

Barbara Wakula
665 4th Street
Vero Beach, Florida 32962

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 18 day of Jan, ~~1999~~ 2000.

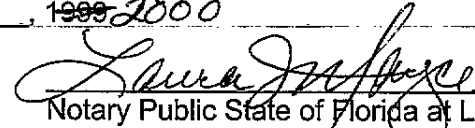

BARBARA WAKULA
Incorporator

STATE OF FLORIDA
COUNTY OF ST. LUCIE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Barbara Wakula, who has produced N/A as identification or who is personally known to me and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 18th day of Jan, ~~1999~~ 2000.

(SEAL)


Notary Public State of Florida at Large
Printed Signature:

My Commission No:
My Commission Expires:

NOTARY PUBLIC - STATE OF FLORIDA
LAURA J. MAYCEN
COMMISSION # CC528940
EXPIRES 5/10/2003
BONDED THRU ASA 1-888-NOTARY1


**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that **Orangewood Pools of Vero Beach, Inc.**, is desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 665 4th Street, Vero Beach, Florida 32962 and has named Rickey L. Farrell, Esquire, 1595 SE Port St. Lucie Boulevard, Port St. Lucie, Florida 34952 as its agent to accept service of process within Florida.

Dated:

1-18-2000



BARBARA WAKULA
Incorporator

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.



RICKEY L. FARRELL
Registered Agent

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00 JAN 19 AM 11:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA