

**P00000016020**

**Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State**

**Electronic Filing Cover Sheet**

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H00000007065 6)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

**To:**  
Division of Corporations  
Fax Number : (850) 922-4001

**From:**  
Account Name : FILINGS, INC.  
Account Number : 072720000101  
Phone : (850) 385-6735  
Fax Number : (800) 881-6761

**FILED**  
00 FEB 15 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**GRAYCO POOLS & SPA SERVICE, INC.**

Certificate of Status	<b>0</b>
Certified Copy	<b>0</b>
Page Count	<b>04</b>
Estimated Charge	<b>\$70.00</b>

M. Culligan FEB 15 2000

#0000007065

00 FEB 15 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF INCORPORATION  
OF**

**GRAYCO POOLS & SPA SERVICE, INC.**

**a Florida Corporation**

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I  
CORPORATE NAME**

The name of this Corporation shall be:

**GRAYCO POOLS & SPA SERVICE, INC.**

**ARTICLE II  
NATURE OF CORPORATE BUSINESS**

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE III  
CAPITAL STOCK**

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 1000 shares of one class of common stock having a par value of \$0.10 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

**ARTICLE IV  
PREEMPTIVE RIGHTS**

All shareholders of the Corporation shall be vested with full preemptive rights.

**ARTICLE V  
EXISTENCE**

The Corporation shall commence its existence upon the filing of these Articles of Incorporation.

The Corporation shall have a perpetual existence, unless sooner dissolved according to law.

Prepared by:  
F.J. Petrillo & Associates, Inc.  
10310 S.W. 51st Street  
Cooper City, FL 33328  
954-680-5800

#0000007065

#000007065

#### ARTICLE VI

##### INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's Initial Registered Agent and Registered Office in the State of Florida are:

INITIAL REGISTERED AGENT: WAYNE KEITH GRAY, JR.

INITIAL REGISTERED OFFICE: 15020 E. Falcons Lea Drive  
Davie, FL. 33331

##### ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

REGISTERED AGENT

By:   
Wayne Keith Gray, Jr.

#### ARTICLE VII

##### INITIAL BOARD OF DIRECTORS

The number of Directors constituting the Initial Board of Directors of the Corporation is one (1). The number of directors may be increased or decreased from time to time, by the By-Laws adopted by the shareholders, but shall never be less than one (1) nor more than seven (7).

#000007065

H000007065

**ARTICLE VIII  
INITIAL DIRECTORS**

The names and addresses of the initial members of the Board of Directors are:

Wayne Keith Gray, Jr.  
15020 E. Falcons Lea Drive  
Davie, FL. 33331

**ARTICLE IX  
CUMULATIVE VOTING FOR DIRECTORS**

At all elections of directors of this corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of directors with respect to his shares of stock multiplied by the number of directors to be elected, and he may cast all such votes for a singular director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

**ARTICLE X  
PRINCIPAL OFFICE**

The principal office of the corporation is:  
15020 E. Falcons Lea Drive  
Davie, FL. 33331

**ARTICLE XI  
MAILING ADDRESS**

The mailing address of the corporation is:  
15020 E. Falcons Lea Drive  
Davie, FL. 33331

**ARTICLES XII  
POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

H000007065

10000007065


**ARTICLE XIII  
INCORPORATOR**

The name and address of the Incorporator executing these Articles of Incorporation is: Wayne Keith Gray, Jr.  
15020 E. Falcons Lea Drive  
Davie, Fl. 33331

**ARTICLE XIV  
AMENDMENT OF ARTICLES**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

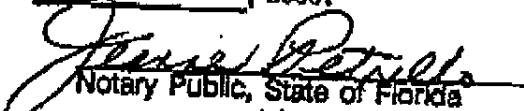
IN WITNESS WHEREOF, I, the Incorporator, have executed these Articles of Incorporation this 14 day of February, 2000.

  
WAYNE KEITH GRAY, JR.

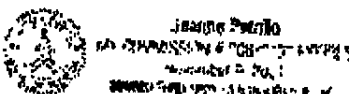
STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, an officer duly qualified to administer oaths and take acknowledgments in the State and County aforesaid, personally appeared Wayne Keith Gray, Jr., to me known to be the Incorporator described in and who executed the foregoing Articles of Incorporation, and he duly acknowledged to me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in Ft. Lauderdale, Broward County, Florida, this 14 day of February, 2000.

  
Notary Public, State of Florida  
at Large

My Commission Expires:



**FILED**  
00 FEB 15 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA