

P00000037407



**THE UNITED STATES
CORPORATION
COMPANY**

ACCOUNT NO. : 072100000032

REFERENCE : 661464 4390546

AUTHORIZATION :

Patricia Pizeto

COST LIMIT : \$ 70.00

ORDER DATE : April 13, 2000

ORDER TIME : 10:44 AM

ORDER NO. : 661464-005

CUSTOMER NO: 4390546

4000003207604--0

CUSTOMER: Ms. Carin Rupp
WCI
WCI
Suite 300
24301 Walden Center Drive
Bonita Springs, FL 34134

DOMESTIC FILING

NAME: WATERMARK 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: Darlene Ward

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 13 PM 2:27

RECEIVED
00 APR 13 PM 12:10
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
WATERMARK POOLS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 13 PM 2:27

The undersigned, for purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be Watermark Pools, Inc. The principal place of business of this corporation shall be 24301 Walden Center Drive, Bonita Springs, Florida 34134.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000) shares of common stock having One Cent (\$0.01) par value per share.

ARTICLE IV. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be 24301 Walden Center Drive, Bonita Springs, Florida 34134, and the name of the initial registered agent of the corporation is Vivien N. Hastings.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This corporation shall have three directors initially. The number of directors may be changed from time to time in accordance with the By-Laws but shall never be less than one. The names and addresses of the initial directors of the corporation are:

Charles Maffett	24301 Walden Center Drive Bonita Springs, FL 34134
Dennis Peyton	24301 Walden Center Drive Bonita Springs, FL 34134
Thomas McCall	24301 Walden Center Drive Bonita Springs, FL 34134

ARTICLE VII. SOLE INCORPORATOR

The name and street address of the sole incorporator is:

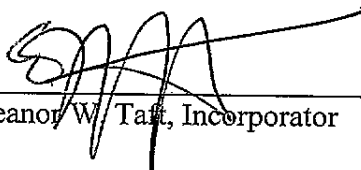
Eleanor W. Taft	24301 Walden Center Drive Bonita Springs, Florida 34134
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The rights and interests of the Incorporator shall automatically terminate when these Articles are filed with the Secretary of State.

ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify each officer and director to the full extent permitted by law.

IN WITNESS WHEREOF, THE UNDERSIGNED, as Incorporator, hereby executes these Articles of Incorporation on the 12 day of April, 2000.




Eleanor W. Taft, Incorporator

STATE OF FLORIDA
COUNTY OF LEE

BEFORE ME, the undersigned authority, personally appeared Eleanor W. Taft, known to me and known by me to be the person described in and who executed the foregoing and who acknowledged before me that she executed the same for the uses and purposes therein expressed. She is personally known to me.

WITNESS my hand and official seal in the County and State last aforesaid, this 12 day of April, 2000.

 Carlin A. Rupp
Commission # CC 751157
Expires Dec. 8, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.



Notary Public

Having been named to accept service of process for the above stated 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 and complete performance of my duties.

Vivien N. Hastings
Vivien N. Hastings

Date: April 12, 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 APR 13 PM 2:27