

CAPITAL CONNECTION, INC.

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

PO0000045227

Wayne Schacter's Pool Service,
Inc.

600003240356--4
-05/05/00--01024--022
*****78.75 *****78.75

<input checked="" type="checkbox"/>	Art of Inc. File	<u>Cert.</u>
<input type="checkbox"/>	LTD Partnership File	
<input type="checkbox"/>	Foreign Corp. File	
<input type="checkbox"/>	L.C. File	
<input type="checkbox"/>	Fictitious Name File	
<input type="checkbox"/>	Trade/Service Mark	
<input type="checkbox"/>	Merger File	
<input type="checkbox"/>	Art. of Amend. File	
<input type="checkbox"/>	RA Resignation	
<input type="checkbox"/>	Dissolution / Withdrawal	
<input type="checkbox"/>	Annual Report / Reinstatement	
<input checked="" type="checkbox"/>	Cert. Copy	
<input type="checkbox"/>	Photo Copy	
<input type="checkbox"/>	Certificate of Good Standing	
<input type="checkbox"/>	Certificate of Status	
<input type="checkbox"/>	Certificate of Fictitious Name	
<input type="checkbox"/>	Corp Record Search	
<input type="checkbox"/>	Officer Search	
<input type="checkbox"/>	Fictitious Search	
<input type="checkbox"/>	Fictitious Owner Search	
<input type="checkbox"/>	Vehicle Search	
<input type="checkbox"/>	Driving Record	
<input type="checkbox"/>	UCC 1 or 3 File	
<input type="checkbox"/>	UCC 11 Search	
<input type="checkbox"/>	UCC 11 Retrieval	
<input type="checkbox"/>	Courier	

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

LM 5/5 10:10

T. SMITH MAY 05 2000

ARTICLES OF INCORPORATION

OF

Wayne Schaefer's Pool Service, Inc.

ARTICLE I

The name of the Corporation is Wayne Schaefer's Pool Service, Inc.

ARTICLE II

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation in the Office of the Florida Department of State, and the Corporation shall have perpetual existence thereafter.

ARTICLE III

The Corporation is organized to engage in the business of pool cleaning and to perform any and all other lawful business activities.

ARTICLE IV

The Corporation is authorized to issue 1000 shares of stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V

The principal corporate offices of the Corporation shall be:

1409 South Bryan Rd
Brandon, FL 33511

FILED
00 MAY -5 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

The street address of the initial registered office of the corporation is:

1409 South Bryan Road
Brandon, FL 33511

The name of the Corporation's initial registered agent at such address is

Wayne Schaefer

ARTICLE VII

The Corporation shall have one director initially. The number of directors may be increased or decreased from time to time by bylaws of the Corporation, provided that the Corporation shall always have at least one director. The name and addresses of each initial director of the Corporation who shall serve until his successor is duly elected and qualified are:

NAME

ADDRESS

Wayne Schaefer 1409 South Bryan Road, Brandon, Florida 33511

ARTICLE VIII

The name and address of the incorporator signing these Articles of Incorporation is:

Wayne Schaefer
1409 S. Bryan Rd.
Brandon, FL 33511

ARTICLE IX

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors of the Corporation.

ARTICLE X

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.


The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 3rd day of May 2000.



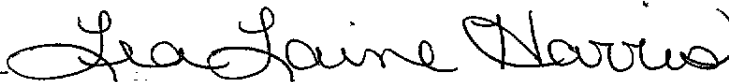
Wayne Schaefer

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 3 day of May, 2000 by Wayne Schaefer, who is ~~personally known~~ to me or who has produced FL DRIVERS LICENSE as identification and who did (did not) take an oath.

 LeaLaine Harris
Commission # CC 924712
Expires April 3, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

NOTARY PUBLIC, State of Florida at Large

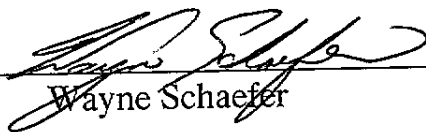



ACCEPTANCE OF REGISTERED AGENT

OF

Wayne Schaefer's Pool Service, Inc.

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated as the registered office, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as registered agent.


Wayne Schaefer

DATE:  3, 2000

FILED
00 MAY -5 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA