Division of Corporations

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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number

: (850)922-4001

From:

: ARIAS TOVAR & ASSOCIATES, P.A. Account Name

Account Number : I20000000125 Phone : (954)364-6266 Fax Number : (954)364-6267

FLORIDA PROFIT CORPORATION OR P.A.

BROUWER INTERNATIONAL CORPORATION

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION OF BROUWER INTERNATIONAL CORPORATION

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

ARTICLE I: NAME

The name of the corporation shall be: BROUWER INTERNATIONAL CORPORATION

ARTICLE II: PRINCIPAL OFFICE

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

c/o: Poolmaster, Inc. 334-B 10th Street Lake Park, FL 33403

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ARTICLE III: PURPOSE

This Corporation is organized for the purpose of providing/selling goods and services related with maintenance of pools and spas and for transacting any and all lawful related business.

ARTICLE IV: SHARES

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

FIFTY THOUSAND (50,000) shares of US\$1.00 par value each

ARTICLE V: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is:

Ileana Arias Tovar, Esq. Arias Tovar & Associates, P. A. The Centre Building, 9900 Stirling Road, Suite 240 Cooper City, Florida 33024

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Brouwer International Corporation Articles of Incorporation Page 2.

ARTICE VI: INITIAL BOARD OF DIRECTORS AND OFFICERS

The corporation shall initially have one (1) Director and one (1) Officer to hold office until the first annual meeting of stockholders or Directors, respectively, and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may increase in accordance with the procedure stated in the by-laws of the corporation. The number of Officers may also increase or decrease in accordance with the procedure stated in the by-laws of the corporation.

The name and address of the initial director is:

Bernardus H. Brouwer: 5049 Ashley Lake Drive No. 1131, Boynton Beach, FL 33437

The name of the initial officer is:

Bernardus H. Brouwer, President & Secretary: 5049 Ashley Lake Drive No. 1131, Boynton Beach, FL 33437

ARTICLE VII: INCORPORATOR

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

Ileana Arias Tovar, Esq. Arias Tovar & Associates, P.A. The Centre Building 9900 Stirling Road, Suite 240 Cooper City, Florida 33024

ignature of Incorporator

Date: May 11, 2000

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Brouwer International Corporation Articles of Incorporation Page 3.

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 duries, and I am familiar with and accept the obligations of my position as registered agent.

Signature of Registered Agent

Date: May 11, 2000

SECRETARY OF STATE DIVISION OF CORPORATIONS

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