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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : BIZCORP INTERNATIONAL INC.
Account Number : I19990000093
Phone : (561) 776-2277
Fax Number : (561) 776-2266

FLORIDA PROFIT CORPORATION OR P.A.

ISLAND BLUE POOLS INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

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:

ISLAND BLUE POOLS INC.

ARTICLE II - PRINCIPAL OFFICE

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

**9852E 62nd Terrace S.
Boynton Beach, FL 33437**

ARTICLE III - SHARES

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

1,000 shares of common stock, no par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**Joseph Adinolfi
9852E 62nd Terrace S.
Boynton Beach, FL 33437**

**Stephen Levy
4400 PGA Boulevard
Suite 700
Palm Beach Gardens, FL 33410
(561) 776-2277**

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ARTICLE V - INITIAL DIRECTOR(S)

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

**Joseph Adinolfi
9852E 62nd Terrace S.
Boynton Beach, FL 33437**

ARTICLE VI - INCORPORATOR

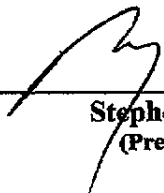
The name and street address of the incorporator to these Articles of Incorporation is:

**BIZCORP INTERNATIONAL INC.
4400 PGA Boulevard
Suite 700
Palm Beach Gardens, FL 33410**

The undersigned incorporator has executed these Articles of Incorporation this 18th day of June, 2000.

BIZCORP INTERNATIONAL INC.

By:



**Stephen Levy
(President)**

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

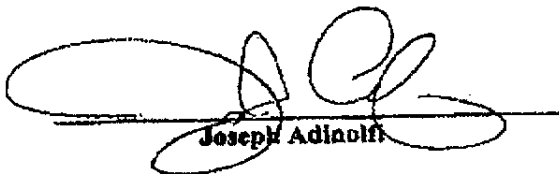
**PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE
OF FLORIDA.**

1. The name of the corporation is: ISLAND BLUE POOLS INC.

2. The name and address of the registered agent and office is:

**Joseph Adinolfi
9852E 62nd Terrace S.
Boynton Beach, FL 33437**

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


Joseph Adinolfi

6/18/00
(Date)

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