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SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-06/28/00--01054--005
*****70.00 *****70.00

We are enclosing the Certificate of Incorporation for: **POSEIDON POOLS OF BROWARD INC.** with a check in the amount of \$70.00.

Please send the approved papers to: **Barry M. Danzinger, CPA, P.A.**
3326 N.E. 33rd Street
Ft. Lauderdale, FL 33308

Sincerely,


Barry M. Danzinger, CPA, P.A.

FILED
00 JUN 28 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH JUN 30 2000

ARTICLES OF INCORPORATION

OF

POSEIDON POOLS OF BROWARD, INC.

THIS IS TO CERTIFY that **I**, the undersigned, hereby associate myself unto a corporation pursuant to the provisions of the laws of the State of Florida providing for the formation of a corporation for profit for the purposes and with the powers herein mentioned, and to that end do by Certificate set forth:

I

The name of the Corporation is: **POSEIDON POOLS OF BROWARD, INC.**

II

The Corporation's existence shall commence at 12:01 a.m. local time on the date of filing. The Corporation shall be of perpetual duration.

III

The 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.

IV

There shall be only one (1) class of stock in this corporation, namely common stock with a par value of \$1.00 per share.

The maximum number of shares that this corporation is authorized to have outstanding at any time is one thousand (1000) shares, with a par value of \$1.00 each.

The corporation shall commence its existence with one hundred (100) shares, to be owned by the undersigned incorporators:

EDWARD J. BLEVINS

100- SHARES OF COMMON STOCK

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TALLAHASSEE, FLORIDA

V

The registered office of the Corporation is to be located at:

**3375 INVERRARY BLVD. WEST
LAUDERHILL, FL 33319**

**THE PRINCIPAL PLACE OF BUSINESS IS THE SAME AS THE REGISTERED
OFFICE.**

VI

It is the intent of the incorporators that the Corporation will qualify under Section 1244 of the Internal Revenue Code.


VII

In compliance with Section 48,091 Florida Statutes, the following is submitted:

First, that **POSEIDON POOLS OF BROWARD, INC.** desiring to organize or qualify under the laws of the state of **Florida**, with its principle place of business in the city of **LAUDERHILL**, State of **Florida**, has named **EDWARD J. BLEVINS** as its agent to accept service process within Florida.

Signature: _____

Date : _____

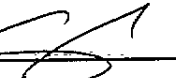

6/22/00

The mailing address, principal address and registered address of the corporation is:
3375 INVERRARY BLVD. WEST, LAUDERHILL, FL 33319

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 these duties.

Signature : _____

Date : _____


6/22/00

VIII

The initial Board of Directors shall consist of one (1) Director. The name, post office addresses of the first Board of Directors and Officers who, subject to the provisions of the Certificate of Incorporation, by-laws and the Act of the Legislature of the State of Florida, whereunder the Corporation is organized, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, is as follows:

NAME:	ADDRESS:	OFFICE:
EDWARD J. BLEVINS	3375 INVERRARY BLVD. WEST LAUDERHILL, FL 33319	PRESIDENT

IX

The specific nature of this corporation will be **SWIMMING POOL MAINTENANCE SERVICES.**

The Undersigned incorporator agrees to abide by the provisions of this charter and of the laws of the State of Florida in the conduct of the affairs of this corporation, and to take the number of shares of stock as set forth above.

Signature of Incorporator:


EDWARD J. BLEVINS

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Date: JUN 28 1990
SECRETARY OF STATE
TALLAHASSEE, FLORIDA