

P 80000065045

TRANSMITTAL LETTER

EFFECTIVE DATE
6-27-00

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

900003311149--4
-07/03/00-01071-020
*****87.50 *****87.50

SUBJECT: DIAMOND BLUE POOL SERVICE, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

FILED
00 JUL -3 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status.

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status

ADDITIONAL COPY REQUIRED

FROM: JERRY D. HANKINS
Name (Printed or typed)
81 Tiger Creek Grove
Address
Babson Park, FL 33827
City, State & Zip
863 635-6999
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

EFFECTIVE DATE
6-27-00

ARTICLES OF INCORPORATION
OF
DIAMOND BLUE POOL SERVICE, INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, hereby adopts the following Articles of Incorporation:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
@ 0 JUL -- 3 PM 12: 54

FILED

Article I

Name and Principal Place of Business

The name of the corporation is **DIAMOND BLUE POOL SERVICE, INC.**

The corporation's initial principal place of business shall be: 81 Tiger Creek Grove, Babson Park, FL 33827.

Article II

Duration and Existence

This corporation shall exist perpetually. The existence of the corporation shall commence on the date of execution of these articles.

Article III

Nature of Business

This corporation is organized for the purpose of transacting any or all lawful business.

Article IV

Mailing Address

The initial mailing address of the corporation is 81 Tiger Creek Grove, Babson Park, FL 33827.

Article V

Capital Stock

- (a) **Authorized Capital.** The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock each having \$1.00 par value.
- (b) **Preemptive Rights.** Shareholders shall have no preemptive rights.
- (c) **Cumulative Voting.** Cumulative voting shall not be permitted.

Article VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is: Gunster Yoakley, 500 East Broward Blvd., Suite 1400, Fort Lauderdale, FL 33394, and the name of the initial registered agent of this corporation at that address is: Robyn S. Hankins, Esq.

Article VII

Incorporator/Officers/Directors

The Incorporator is Jerry Dale Hankins, 81 Tiger Creek Grove, Babson Park, FL 33827. shall appoint the initial directors of the corporation. Jerry Dale Hankins is also appointed the sole officer and director of the Corporation.

Article VIII

Indemnification

This corporation shall indemnify to the fullest extent permitted under and in accordance with the laws of the State of Florida any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that he is or was director or officer of this corporation, or is or was serving at the request of this corporation as a director, officer, trustee, employee or agent of or in any other capacity with another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or

proceeding, unless such person breached or failed to perform his duties as an officer, director, employee or agent of this corporation and such breach constitutes:

- (1) a violation of criminal law, unless the director, officer, employee or agent had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct was unlawful;
- (2) a transaction from which the director, officer, employee or agent derived an improper personal benefit, either directly or indirectly; or
- (3) recklessness or an act or omission which was committed in bad faith or with malicious purpose in a manner exhibiting wanton and willful disregard for human rights, safety, or property.


A judgment or other final adjudication against a director, officer, employee or agent of this corporation in any criminal proceeding for violation of criminal law shall estop such person from contesting the fact that his breach or failure to perform constitutes a violation of the criminal law, but such judgment or other final adjudication shall not estop such person from establishing that he had reasonable cause to believe that his conduct was lawful or had no reasonable cause to believe that his conduct was unlawful.

Article XI

Amendment

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles on the 27th day of June, 2000.



Jerry Dale Hankins, Incorporator

**DIAMOND BLUE POOL SERVICE, INC.
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

DIAMOND BLUE POOL SERVICE, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Babson Park, Florida, has named Robyn S. Hankins, Gunster Yoakley, 500 East Broward Blvd., Suite 1400, Fort Lauderdale, FL 33394 as its agent to accept service of process within Florida.

Jerry Dale Hankins

Jerry Dale Hankins, Incorporator

Dated: June 27th, 2000.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUL -3 PM 12:54

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ACCEPTANCE BY REGISTERED AGENT

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.

By: *Robyn S. Hankins*

Robyn S. Hankins, Esq.

Dated: June 29th, 2000.