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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

EFFECTIVE DATE
7-5-00

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To:

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From:

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Account Number : 072100000111
Phone : (850) 769-1414
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FLORIDA PROFIT CORPORATION OR P.A.

PARADISE POOL SUPPLY, INC.

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

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ARTICLES OF INCORPORATION
OF
PARADISE POOL SUPPLY, INC.

EFFECTIVE DATE
7-5-00

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida.

1. Name. The name of this corporation (the "Corporation") shall be:

PARADISE POOL SUPPLY, INC.

2. Purpose. This Corporation may engage in any activity or business permitted under the laws of the United States and of this State.

3. Stock. The capital stock of this Corporation shall consist of Ten Thousand (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

4. Term. This Corporation shall have a perpetual existence.

5. Address. The initial street address of the principal office of this Corporation is 1901 Massachusetts Avenue, Lynn Haven, Florida 32444, and Timothy M. Warner, 221 McKenzie Avenue, Panama City, Florida 32401, is hereby designated as resident agent for this Corporation.

6. Existence. The date when the corporate existence of this Corporation shall begin is at the time of subscription and acknowledgment of these Articles of Incorporation, that is July 5, 2000.

7. Number of Directors. This Corporation shall initially have two (2) directors, but the

TIMOTHY M. WARNER, Esq.
221 McKenzie Avenue
Panama City, FL 32401
(850) 769-1414
FL Bar #0642363

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By-Laws of this Corporation may provide for such increase in the number thereof as is authorized by law.

8. Director. The name and street address of the first Board of Directors is as follows:

<u>Name</u>	<u>Street Address</u>
Leslie Michele Rowe	1901 Massachusetts Avenue Lynn Haven, FL 32444
Charles Alan Rowe	1901 Massachusetts Avenue Lynn Haven, FL 32444

9. Subscriber. The name and street address of the subscriber to this Certificate of Incorporation is as follows:

<u>Name</u>	<u>Street Address</u>
Timothy M. Warner	221 McKenzie Avenue Panama City, FL 32401

10. Officers. The officers of this Corporation shall be a President and a Secretary and such other offices or agents as may be deemed necessary. All officers, agents or employees as may be necessary shall be chosen in such a manner, hold offices for such time, and have such power and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any person may hold two (2) or more offices.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this 5th day of July, 2000, for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make and file in the office of the Secretary of State of the State of Florida this Certificate of Incorporation and certify that the facts herein stated are true.

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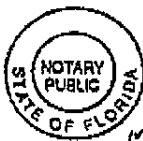
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TIMOTHY M. WARNER

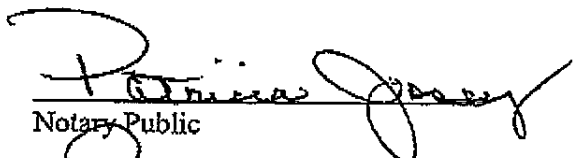
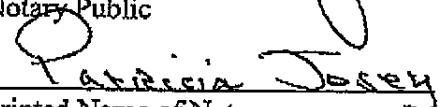
STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 5th day of July, 2000,
by Timothy M. Warner, who is personally known to me.

My Commission Expires:



PATRICIA JOSEY
My Comm. Exp. 12/28/2000
Bonded By Western Surety
No. CC 596259
(*) Personally Known () Other I.D.


Notary Public

Printed Name of Notary

Commission Number

(Notary Seal)

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.901, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that PARADISE POOL SUPPLY, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Panama City, County of Bay, State of Florida, has named Timothy M. Warner, located at 221 McKenzie Avenue, Panama City, County of Bay, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept the Act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


TIMOTHY M. WARNER

(Resident Agent)

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