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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.**SWEETE PIE POOL CENTER, INC.**

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF

SWEETE PIE POOL CENTER, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be:

SWEETE PIE POOL CENTER, INC.

The principal place of business of this corporation shall be: 1560 SE FLORESTA DRIVE
PORT ST LUCIE, FL 34983

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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.

ARTICLE III CAPITAL STOCK

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

10,000 COMMON SHARES PAR VALUE \$1

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s), is(are) elected, is(are):

WILLIAM DEAN WALKER PRESIDENT 4056 GREENWOOD DRIVE FORT PIERCE, FL34982
CATHY JOHNSON WALKER VICE-PRES 4056 GREENWOOD DRIVE FORT PIERCE, FL34982
& SECRETARY

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

WILLIAM DEAN WALKER PRESIDENT 4056 GREENWOOD DRIVE FORT PIERCE, FL34982
CATHY JOHNSON WALKER VICE-PRESIDENT SAME ADDRESS

IN WITNESS WHEREOF, the undersigned incorporator(s)
has (have) executed these Articles of Incorporation
this, 02 day of AUGUST 2000

Signature(s) of Incorporator(s)

Will Dean Walker 8-2000
WILLIAM DEAN WALKER
Cathy Johnson Walker 8/2/2000
CATHY JOHNSON WALKER

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

SWEETE PIE POOL CENTER, INC.

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

SHELL WILLIAMS

(P.O. BOX NOT ACCEPTABLE)

133 NORTH 4TH STREET FORT PIERCE, FL 34950

(CITY/STATE/ZIP)

SIGNATURE

WILLIAM DEAN WALKER

PRESIDENT

TITLE

DATE

08/02/2000

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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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

SHELL WILLIAMS, ACCOUNTANT

DATE

08/02/2000