

Charter Number Only

100003469791-1

VALIDATION ONLY

Requester's Name

Address

City

State

ZIP

Phone

100003469791-1
-11/20/00-01022-011
*****78.75 *****78.75

CORPORATION(S) NAME

SWIM INC. II, INC.



Empire Toll Free: 1-800-432-3028

NOV 20 AM 10:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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|---|--|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input checked="" type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation | <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call If Problem | <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Mail Out |
| <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up | |

Name	
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SECRETARY OF STATE
TALLAHASSEE FLORIDA
FILED

ARTICLES OF INCORPORATION

OF

SWIM INC. II, INC.

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00 NOV 20 AM 11:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber (s) the these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I – CORPORATE NAME

The name of the corporation is:

SWIM INC. II, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business under the laws of the United States and the State of Florida.

ARTICLE IV – CAPITAL STOCK

The corporation is authorized to issue SIX HUNDRED shares (600) of ONE DOLLAR (s) (\$1) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V – INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPLE
OFFICE

The name and street address of the Initial Registered Agent of this Corporation is:

Faith Kuhn
14301 W. Palomino Drive
Ft. Lauderdale, Florida 33330

ARTICLE VI – INITIAL BOARD OF DRIECTORS

This corporation shall have ONE (1) director (s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director (s) of the corporation are as follows:

Faith Kuhn
14301 W. Palomino Drive
Ft. Lauderdale, Florida 33330

ARTICLE VII - INCORPORATORS

The name and addresses of the person (s) signing these Articles of Incorporations are as follows:

Faith Kuhn
14301 W. Palomino Drive
Ft. Lauderdale, Florida 33330

IN WITNESS WHEREOF, the undersigned director (s) have executed these Articles
of incorporation this NOVEMBER 19, 2000

Faith Kuhn

STATE OF FLORIDA

COUNTY OF Broward

Before me, a Notary Public authorized to take acknowledgements in the State and
County

set forth above, personally appeared

Faith Kuhn

known to me and known to be the person (s) who executed the foregoing Articles of
Incorporation, and who acknowledged before me that. She executed these
Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and
County aforesaid, this NOVEMBER 19, 2000

(Notary Seal)

Ramona Garcia
(Notary Public, State of Florida at Large)

My Commission expires:



Ramona Garcia
MY COMMISSION # CC854643 EXPIRES
July 14, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

OF

SWIM INC. II, INC.

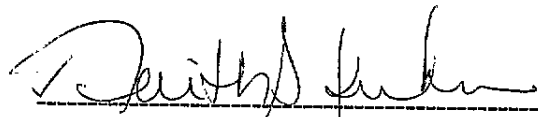
Pursuant to Florida Statutes Sections 48.091 and 607.034, the
Following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida
With its registered office as indicated in the Articles of Incorporation at 14301
West Palomino Drive, Ft. Lauderdale, FL 33330, has named
Faith Kuhn located at the aforesaid address, as its Registered
Agent to accept service of process within this state.

The principal and mailing address of the corporation is the
same as the registered agent.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated
corporation at the place designated in this certificate, I hereby accept to act in
this capacity, and agree to comply with the provisions of Florida Law in keeping
open said office.


(registered agent)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA