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T & D POOL CARE, INC.

3835 DORRIT AVENUE
BOYNTON BEACH, FL 33436

KG
JANUARY 1st, 2001
NOVEMBER, 2000

Secretary of State
Capitol Building
Tallahassee, FL 32304

200003501362-0
-12/14/00-01050-005
*****70.00 *****70.00

Attention: Corporation Division

RE: T & D POOL CARE, INC.

Dear Sir or Madam,

Please accept for filing, the Articles of Incorporation and the Resident Agent form which designates the Resident Agent for the above-captioned corporation. Enclosed is our check in the amount of \$70.00 to cover the following fees:

Filing Original Articles of Incorporation	\$35.00
Resident Agent Fee	<u>35.00</u>
Total	\$70.00

Cordially,

Thomas O'Connor
THOMAS O'CONNOR

F. CHESNEY JAN 1. 1 2000

W-29701

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CERTIFICATE OF INCORPORATION

-OF-

T & D POOL CARE, INC..

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is T & D POOL CARE, INC.

ARTICLE II. DURATION

The term of existence of the corporation is perpetual.

ARTICLE III. PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is 1,000,000, all of which shall be common shares with par value of \$0.01.

ARTICLE V. REGISTERED OFFICE

The street address and mailing address of the principal place of business is 3835 DORRIT AVENUE, BOYNTON BEACH, FL 33436 and the street address of the initial registered office of the corporation is 3835 DORRIT AVENUE, BOYNTON BEACH, FL 33436 and the name of the initial registered agent is THOMAS O'CONNOR.

ARTICLE VI. DIRECTORS

The Board of Directors of the corporation shall consist of one member, but may be increased or decreased by a resolution of the Board of Directors adopted in the manner provided in the Bylaws of the corporation, provided that in no event shall the Board of Directors consist of less than one member.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The name and address of the Director which constitutes the first Board of Directors of the Corporation is:

<u>NAME</u>	<u>ADDRESS</u>
THOMAS O'CONNOR	3835 DORRIT AVENUE BOYNTON BEACH, FL 33436

ARTICLE VII. INCORPORATORS

The name and address of the incorporator of the corporation is:

<u>NAME</u>	<u>ADDRESS</u>
THOMAS O'CONNOR	3835 DORRIT AVENUE BOYNTON BEACH, FL 33436

IN WITNESS WHEREOF, the undersigned have subscribed their name this

15th day of JANUARY 2000 ~~2001~~

Thomas O'Connor
THOMAS O'CONNOR

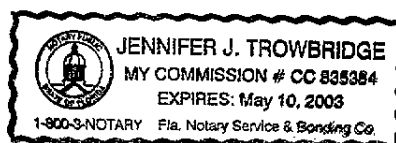
STATE OF FLORIDA)

COUNTY OF PALM BEACH)

On this 15th day of January 2000, before me, the undersigned officer, personally appeared as THOMAS O'CONNOR, known to me to be the person whose name is subscribed to the within instrument, and acknowledged that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

[Signature]
NOTARY PUBLIC, STATE
OF FLORIDA AT LARGE



STATE OF FLORIDA

SECRETARY OF STATE

Certificate designating place of business or domicile for the service of process within this state, naming agent upon whom process may be served and names and addresses of the officers and directors.

T & D POOL CARE, INC.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

T & D POOL CARE, INC., a corporation organized under the laws of the state of Florida, with its principal office at 3835 DORRIT AVENUE, BOYNTON BEACH, FL 33436 has named THOMAS O'CONNOR at 3835 DORRIT AVENUE, BOYNTON BEACH, FL 33436, County of Palm Beach, as its agent to accept service of process within this state.

<u>OFFICERS</u>	<u>TITLES</u>	<u>SPECIFIC ADDRESSES</u>
THOMAS O'CONNOR	PRESIDENT/DIR.	3835 DORRIT AVENUE BOYNTON BEACH, FL 33436

ACCEPTANCE

I agree as Resident Agent to accept service of process: to keep this office open during prescribed hours, to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous Place in the office as required by law.

DATED: 1/1/2001

Thomas O'Connor
THOMAS O'CONNOR

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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