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FLORIDA PROFIT CORPORATION OR P.A.

Florida USA Direct Pool Service, Inc.

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**ARTICLES OF INCORPORATION  
OF  
FLORIDA USA DIRECT POOL SERVICE, INC.**

THE UNDERSIGNED, acting as sole incorporator of FLORIDA USA DIRECT POOL SERVICE, INC. under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I  
NAME**

The name of the corporation is FLORIDA USA DIRECT POOL SERVICE, INC.

**ARTICLE II  
SHARES**

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, one cent (\$.01) par value per share.

**ARTICLE III  
PRINCIPAL OFFICE**

The address of the Principal Office of the corporation is 4505 Alaquia Trail, Kissimmee, Florida 34746. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

**ARTICLE IV  
MAILING ADDRESS**

The mailing address of the corporation is 4505 Alaquia Trail, Kissimmee, Florida 34746.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the corporation is 4505 Alaquia Trail, Kissimmee, Florida 34746, and the initial Registered Agent at such address is Terence J. Lacey-Freeman, Jr.

**ARTICLE VI  
INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of the corporation is one (1). The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The name and address of the person who is to serve as the initial Directors until the first annual meeting of the shareholders of the corporation or until successor Directors are elected and shall qualify is as follows:

Terence J. Lacey-Freeman, Jr. 4505 Alaqua Trail  
Kissimmee, Florida 34746

**ARTICLE VII**  
**INCORPORATOR**

The name and address of the sole incorporator of the corporation Terence J. Lacey-Freeman, 4505 Alaqua Trail, Kissimmee, Florida 34746.

IN WITNESS WHEREOF, these Articles have been signed by the undersigned incorporator this 19th day of January, 2001.

T. J. Lacey-Freeman  
Terence J. Lacey-Freeman, Jr. Incorporator

**ACCEPTANCE OF APPOINTMENT  
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED, this 19th day of January, 2001.

T. J. Lacey-Freeman  
Terence J. Lacey-Freeman, Jr.

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