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February 19, 2001

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

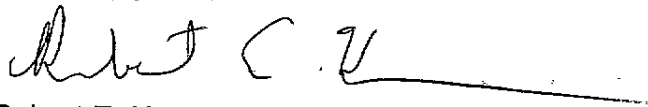
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*****87.75 *****87.50

RE: Floridian Pools, Inc.

Dear Secretary Of State:

Enclosed are Articles of Incorporation on the above new corporation, along with your filing fee of \$87.75. Please file the Corporation and return confirmation to me at the address. Please do not hesitate to contact me if you have any questions regarding this matter.

Very truly yours,



Robert E. Kramer

REK/tme
Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PH 2/26/01 ✓

**ARTICLES OF INCORPORATION OF
FLORIDIAN POOLS, INC.**

The undersigned subscriber to these Articles of Incorporation, each a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is FLORIDIAN POOLS, INC.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted by the laws of the United State of America and by the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any time is sixty (60) share of no par value common stock.

ARTICLE IV - TERMS OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V - ADDRESS AND REGISTERED AGENT

The initial principal address of this corporation shall be 1154 Magnolia Avenue, Daytona Beach, FL 32114, and the initial registered agent shall be Hamid R. Toutounchian, 1154 Magnolia Avenue, Daytona Beach, FL 32114.

ARTICLE VI - DIRECTION AND MANAGEMENT

The business of this corporation shall be managed by the stockholders of the Corporation rather than a Board of Directors.

ARTICLE VII - OFFICERS

The initial officers of this corporation are to serve until the first election under these Articles of Incorporation. Their names and residences are as follows:

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
President	Hamid R. Toutounchian	1154 Magnolia Avenue
Secretary/ Treasurer		Daytona Beach, FL 32114
		PO Box 290401
		Port Orange, FL 32129-0401

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ARTICLE IX - SUBSCRIBERS

The name and street address of the subscriber to these Articles of Incorporation is as follows:

Hamid R. Toutounchian
PO Box 290401
Port Orange, FL 32129-0401


ARTICLE X - AMENDMENT

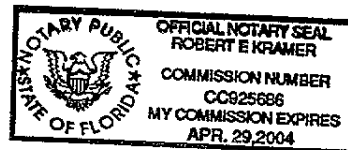
These Articles of Incorporation may be amended by matter provided by Law.


HAMID R. TOUTOUNCHIAN

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 16th day of February, 2001, by HAMID R. TOUTOUNCHIAN, who is personally known to me and who did take an oath.


NOTARY PUBLIC



ACCEPTANCE OR DESIGNATION OF REGISTERED AGENT

The undersigned does hereby accept the above designation as Registered Agent for the Corporation, FLORIDIAN POOLS, INC.


HAMID R. TOUTOUNCHIAN

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TALLAHASSEE, FLORIDA