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May 2, 2001

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: ARTICLES OF INCORPORATION
XPERT POOL REPAIR, INC.

800004136758--4
-05/04/01--01075--006
*****78.75 *****78.75

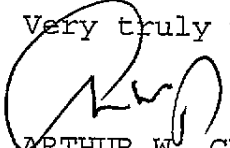
Dear Sir/Madam:

Enclosed please find the original and a duplicate copy of the Articles of Incorporation for XPERT POOL REPAIR, INC., together with my check in the amount of \$78.75 representing the filing and certified copy fees in this matter.

Upon approval of the enclosed, please provide me with one certified copy of the Articles.

Should you have any questions, please contact me immediately.

Very truly yours,


ARTHUR W. GUNDLING

AWG/sg
Enclosure

01 MAY -4 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch
MAY 19 2001

ARTICLES OF INCORPORATION
OF

XPERT POOL REPAIR, INC.

FILED
01 MAY -14 PM 12:46
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I. NAME

The name of this corporation is XPERT POOL REPAIR, INC.

ARTICLE II. DURATION

This corporation is to exist perpetually.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any activity or business permitted under the laws of the United States and of Florida.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is One Thousand (1,000) shares having a par value of \$1.00 per share.

ARTICLE V. REGISTERED OFFICE AND REGISTERED AGENT

The initial principal office of the proposed corporation in the State of Florida is 17754 S.W. 35 Street, Miramar, Florida 33029, and the mailing address of the proposed corporation is the same. The name and address of the initial registered agent is RANDY A. BOURBEAU, 17754 S.W. 35 Street, Miramar, Florida 33029.

ARTICLE VI. DIRECTORS

The number of directors constituting the initial Board of Directors of the proposed corporation is one (1) member. The name and address of each person who is to serve as a member of the initial Board of Directors are:

NAME

RANDY A. BOURBEAU

ADDRESS

17754 S.W. 35 Street
Miramar, Florida 33029

ARTICLE VII. INCORPORATOR

NAME

RANDY A. BOURBEAU

ADDRESS

17754 S.W. 35 Street
Miramar, Florida 33029

EXECUTED by the undersigned at Deerfield Beach, Broward
County, Florida, on this 2nd day of May, 2001.

Randy A. Bourbeau
RANDY A. BOURBEAU

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary
Public duly authorized to take acknowledgments in the State and
County named above, personally appeared RANDY A. BOURBEAU, who is
personally known to me or has produced FL Drivers License as
identification and who did not take an oath and who executed the
foregoing Articles of Incorporation.

WITNESS my hand and official seal of the County and State
named above this 2nd day of May, 2001.

Arthur W. Gundling
Notary Public

My Commission Expires:



Arthur W. Gundling
MY COMMISSION # CC690519 EXPIRES
November 8, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

Pursuant to Section 607.164 of the Florida Statutes, I,
RANDY A. BOURBEAU, accept the designation as Registered Agent for
XPERT POOL REPAIR, INC.

Randy A. Bourbeau
RANDY A. BOURBEAU

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, a Notary
Public duly authorized to take acknowledgments in the State and
County named above, personally appeared RANDY A. BOURBEAU, who is
personally known to me or has produced FL drivers license as
identification and who accepted the designation of registered
agent by signing the Articles of Incorporation.

WITNESS my hand and official seal in the County and State
named above on this 2nd day of May, 2000.

Arthur W. Gundling
Notary Public

My Commission Expires:



Arthur W. Gundling
MY COMMISSION # CC690519 EXPIRES
November 8, 2001
BONDED THRU TROY FAIN INSURANCE, INC.