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Charles A. Costin

Cecil G. Costin, Jr.  
(1923 - 1990)

Mailing Address:  
Post Office Box 98  
Port St. Joe, FL 32457-0098

February 26, 2002

Florida Department of State  
Corporate Division  
Post Office Box 6327  
Tallahassee, FL 32314

300005023543--8  
-02/27/02--01039--002  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: Pristine Pool and Spa Supply, Inc.

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation for the above referred corporation. Please file the original, certify the copy, and return the certified copy to me at your earliest convenience.

I have enclosed a check in the amount of \$122.50 to cover the following:

\$ 35.00 - filing fee  
52.50 - certified copy  
35.00 - registered agent designation  
\$122.50

Sincerely,

*Kristy Lee*

Kristy Lee

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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Enclosures

3-4-02  
100

ARTICLES OF INCORPORATION  
OF

PRISTINE POOL AND SPA SUPPLY, INC.

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DIVISION OF CORPORATIONS  
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The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation for profit, under Chapter 607, Florida Statutes, and do hereby certify that it has become such corporation under and pursuant to the following Articles of Incorporation.

ARTICLE I  
Name

The name of the corporation is "PRISTINE POOL AND SPA SUPPLY, INC."

ARTICLE II  
Duration

The corporation shall have perpetual existence, commencing on the date of filing of this agreement.

ARTICLE III  
General Purpose Clause

The general nature of the business or businesses to be transacted by the corporation is to operate a pool and spa supply company. This corporation shall also have the power to transact any lawful business for which corporations may be incorporated to do under Chapter 607, Florida Statutes and amendments or supplements thereto, and any other Florida Statutes relating to

corporations for profit.

ARTICLE IV  
Capital Stock

The corporation is authorized to issue One Hundred (100) shares of One Cent (\$.01) par value common stock which shall be designated as common shares.

ARTICLE V  
Initial Registered Office and Agent

The mailing address of the initial registered office of this corporation is 408 Garrison Avenue, Port St. Joe, Florida 32456. The physical address of the initial registered office is 408 Garrison Avenue, Port St. Joe, Florida 32456. The name of the initial registered agent of this corporation will be Tim DePuy at 408 Garrison Avenue, Port St. Joe, Florida 32456. The principal office address of this corporation is 408 Garrison Avenue, Port St. Joe, Florida 32456.

ARTICLE VI  
Initial Board of Directors and Officers

The company shall have three (3) directors initially. The executive positions (officers) of the directors are set forth herein below and the respective offices held. The number of directors may be either increased or diminished from time to time as provided by the by-laws adopted by the stockholder. The names and addresses of the initial directors and officers are:



B. Phillip Earley  
Margaret Weatherly

50 shares common stock  
50 shares common stock

**ARTICLE X**  
**Powers**

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, but it may not mortgage or pledge any or all of its property or assets without shareholder approval.

**ARTICLE XI**  
**Amendment**

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment hereto by a majority vote of the Board of Directors and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the 20<sup>th</sup> day of February, 2002.

PRISTINE POOL AND SPA SUPPLY, INC.

By: B. Phillip Earley  
B. Phillip Earley, Incorporator

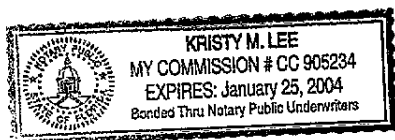
By: Margaret C. Weatherly  
Margaret Weatherly, Incorporator

By: Tim DePuy  
Tim DePuy, Incorporator

STATE OF FLORIDA  
COUNTY OF GULF

BE IT REMEMBERED that on this 20<sup>th</sup> day of February, 2002, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments and administer oaths, personally appeared **B. PHILLIP EARLEY, MARGARET WEATHERLY and TIM DePUY**, who are personally known to me or who produced personally known as identification, the incorporators signing the articles in the above corporation and they acknowledged before me that the proposed Articles of Incorporation are the free act and deed of the incorporators and that the facts therein set are truly set forth and that they desire to associate themselves pursuant to the foregoing Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Port St. Joe, Florida, in the State and County aforesaid on the day and year first above written.



Kristy M. Lee  
Notary Public

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

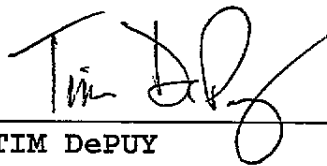
First, that **PRISTINE POOL AND SPA SUPPLY, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at Port St. Joe, Gulf County, Florida, has named **TIM DePUY, 408 Garrison Avenue, Port St. Joe, Florida 32456**, as its agent to

accept service of process within this State.

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**ACKNOWLEDGMENT:**

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 provision of said act relative to keeping open said office.



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**TIM DePUY**  
Registered Agent  
408 Garrison Avenue  
Port St. Joe, Florida 32456