UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, Florida 32301 (850) 681-6528

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		May 20, 2002
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	Filing Evidence □ Plain/Confirmation	Copy Copy Copy Copy
	□ Certified Copy	□ Certificate of Good Franding □ Articles Only
	Retrieval Reques	 All Charter Documents to Include Articles & Amendments Fictitious Name Certificate
	□ Certified Copy	□ Other
	NEW FILINGS	AMENDMENTS Amendment Resignation of RA Officer/Director Change of Registered Agent
	X Profit	Amendment 8
	Non Profit	Resignation of RA Officer/Director
	Limited Liability	Change of Registered Agent
	Domestication	Dissolution/Withdrawal

	NEW FILINGS	
X	X Profit	
	Non Profit	
	Limited Liability	
	Domestication	
	Other	

OTHER FILINGS		
Annual Reports		
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Change of Registered Agent	
Dissolution/Withdrawal	
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REGISTRATION/QUALIFICATION##	5/20/0201016023 ***78.75 *****78.75
Foreign	
Limited Liability	
Reinstatement	
Trademark	
Other	

ARTICLES OF INCORPORATION

OF

2002 MAY 20 PM 1: 00

POOL ALARM CORPORATION

SECRETARY OF STATE

THESE ARTICLES OF INCORPORATION are hereby adopted by the undersigned incorporator of this corporation for pecuniary profit under the Florida General Corporation Act.

ARTICLE I NAME AND LOCATION OF AGENT AND OFFICES

Section 1.1. Name. The name of the corporation shall be Pool Alarm Corporation.

Section 1.2. Principal Office and Place of Business. principal office of the corporation shall be located at 1602 Market Circle, Unit 7, Port Charlotte, Florida 33953. The corporation may change the location of the foregoing office, transact business at other places within or without the State of Florida, all as the Board of Directors may from time to time determine.

The Registered Registered Agent and Office. Section 1.3. Agent for the corporation to accept service of process within the State of Florida shall be the incorporator. The street address of the Registered Agent is 1602 Market Circle, Unit 7, Port Charlotte, Florida 33953.

ARTICLE II DURATION AND COMMENCEMENT

Section 2.1. Duration. The corporation shall have perpetual existence, or until dissolved according to law.

Commencement of Corporate Existence. Section 2.2. corporation's existence shall commence on the date of the filing hereof by the Department of State.

ARTICLE III PURPOSE AND POWERS

Section 3.1. Purpose. The general purpose for which the corporation is initially organized shall be for any purpose a corporation can perform under Florida Statutes, and which is not prohibited by law, and to carry out said purpose in any state, territory, district or possession of the United States or in any foreign country, to the extent not prohibited by law therein.

Section 3.2. Powers. The corporation shall have and exercise all of the corporate powers enumerated in or otherwise permitted under the Florida General Corporation Act.

ARTICLE IV AUTHORIZED SHARES

Section 4.1. Class, Number and Par. The shares of stock authorized hereunder shall consist of only common stock. The aggregate number of shares of stock which the corporation shall be authorized to issue and have outstanding at any one time shall be limited to one thousand shares at one dollar par value.

Section 4.2. Consideration. The consideration for the issuance of said shares shall be in United States currency, or property or services of value as determined by the Board of Directors of the corporation. Any and all shares issued by the corporation shall be fully paid and nonassessable.

Section 4.3. Plurality Voting. Shareholder voting shall be on a plurality basis. The shareholders of the corporation shall not be entitled to vote their shares cumulatively in elections for the Board of Directors.

ARTICLE V GENERAL

Section 5.1. Amendment. The Articles of Incorporation may be amended from time to time by resolution of the Board of Directors or by meeting of the shareholders pursuant to the procedures for amendment established under the Florida General Business Corporation Act. The procedural formalities may be dispensed with upon the written consent of all shareholders and all directors.

Section 5.2. Organization Meeting of Directors. After the corporate existence begins, an organization meeting of directors named herein shall be held at the call of the majority, to adopt Bylaws, elect officers, and transact other necessary business.

Section 5.3. Directors. The number of directors constituting the initial Board of Directors shall be two. Said number may be increased or decreased from time to time in accordance with the Bylaws of the corporation. The name and address of each initial member of the Board of Directors, who need not be a resident of the State of Florida, and who shall hold office for the first year of the corporation's existence, or until a successor or successors are duly elected and qualified, or until removal or death, are as follows:

Name Address

Mark P. Starkey 1602 Market Circle, Unit 7
Port Charlotte, FL 33953

Steven E. McKinnie 4048 Kessler Terrace
North Port, Florida 34287

Incorporator. The name and address of the Section 5.4. incorporator executing these Articles of Incorporation is: Address 1602 Market Circle, Unit 7 Mark P. Starkey Port Charlotte, FL 33953 IN WITNESS WHEREOF, the undersigned executed this instrument this ____ day of May, 2002. INCORPORATOR: Ρ. Starkey Mark ACCEPTANCE OF REGISTERED AGENT DESIGNATION I hereby am familiar with and accept the duties responsibilities as registered agent for said corporation. STATE OF FLORIDA COUNTY OF CHARLOTTE THE FOREGOING INSTRUMENT was acknowledged before me this 17 day of May, 2002, by Mark P. Starkey who is personally known to me. Notary Public Signature Printed Name: My Commission No. My Commission Expires:

