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May 31, 2002

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32301

FILED  
02 JUN -4 AM 8:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: NORTECH DEVELOPMENT CORPORATION

500005676995--8  
-06/04/02--01026--014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

To Whom It May Concern:

Enclosed please find one original and one copy of the Articles of Incorporation of Nortech Development Corporation for filing. Please file and return a certified copy of the Articles to this office. This firm's check in the amount of \$78.75 is enclosed, along with a self-addressed, stamped envelope.

Thank you for your attention to this matter.

Sincerely,

*Kristine Wolfe*

Kristine M. Wolfe  
Secretary to Timothy M. Goan

Encl.

*g 6/5*

**ARTICLES OF INCORPORATION**  
of  
**NORTECH DEVELOPMENT CORPORATION**

FILED  
02 JUN -4 AM 8:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of this corporation is: NORTECH DEVELOPMENT CORPORATION

**ARTICLE II. NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is to develop tools, software and other products for the pool and general construction industry, and any aspect and phase of any and every lawful business, including, but not limited to, the following activities:

To conduct business in, have one or more offices in, and analyze and improve Web environments, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

To loan money, to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payments of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state of government, and whole owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

### **ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares of common stock with a nominal or par value of \$1.00. The consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock. The incorporators may, by contract, restrict the alienability of this stock. An endorsement shall be made upon each certificate of stock indicating the existence of such contract.

### **ARTICLE IV. INITIAL CAPITAL**

The amount of capital with which this corporation will begin business is \$100.00.

### **ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

### **ARTICLE VI. ADDRESS**

The initial post office address of the principal office of this corporation in the State of Florida is 8-B Market Place Court, Palm Coast, Florida 32137. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

### **ARTICLE VII. DIRECTORS**

The corporation shall have two (2) directors initially. The number of directors may be increased from time to time, by By-Laws adopted by the stockholders.

### **ARTICLE VIII. INITIAL DIRECTORS**

The names and post office addresses of the members of the first Board of Directors are:

<u>Name</u>	<u>Address</u>
Leif Halvorsen	8-B Market Place Court Palm Coast, FL 32137
Mike Rusche	8-B Market Place Court Palm Coast, FL 32137

**ARTICLE IX. SUBSCRIBERS**

The name and post office address of the subscriber of these Articles of Incorporation is at follows:

<u>Name</u>	<u>Address</u>
Leif Halvorsen	8-B Market Place Court Palm Coast, FL 32137

**ARTICLE X. AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

**ARTICLE XI. REGISTERED AGENT AND OFFICE**

The registered agent and office for this corporation shall be Leif Halvorsen, 8-B Market Place Court, Palm Coast, FL 32137, to accept service of process within this State as to this corporation.

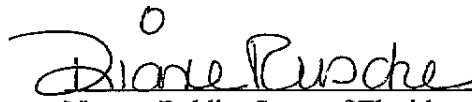
  
LEIF HALVORSEN

STATE OF FLORIDA  
COUNTY OF FLAGLER

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County aforementioned to take acknowledgments, personally appeared LEIF HALVORSEN, to me personally known (or produced Florida drivers license) to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 24 day of May, 2002.

DIANE RUSCHE  
NOTARY PUBLIC - STATE OF FLORIDA  
COMMISSION # CC904929  
EXPIRES 2/25/2004  
BONDED THRU ASA 1-888-NOTARY1

  
Notary Public, State of Florida  
at Large

My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN FLORIDA, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

FILED  
02 JUN -4 AM 8:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED;

FIRST: THAT NORTECH DEVELOPMENT CORPORATION, DESIRING TO  
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS  
PRINCIPAL PLACE OF BUSINESS AT 8-B MARKET PLACE COURT, PALM COAST, FL  
32137, HAS NAMED LEIF HALVORSEN, LOCATED AT 8-B MARKET PLACE COURT,  
FLAGLER COUNTY, STATE OF FLORIDA, AS ITS REGISTERED AGENT AND OFFICER  
TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

  
LEIF HALVORSEN

DATE: 5/20/02

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES.

  
LEIF HALVORSEN  
REGISTERED AGENT

DATE: 5/20/02