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SECRETARY OF STATE
TALLAHASSEE FLORIDA

2002 JUN 19 AM 7:28

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FLORIDA PROFIT CORPORATION OR P.A.

CAPTIVATING POOLS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

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

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, a natural person competent to contract, does hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be:

CAPTIVATING POOLS, INC.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 10033 Hickorywood Place, Boynton Beach, Florida 33437.

**ARTICLE III
NATURE OF CORPORATE BUSINESS AND POWERS**

The general nature of the business to be transacted by this Corporation shall be to engage in any and all lawful business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV
CAPITAL STOCK**

The aggregate number of shares of all classes of capital stock that the Corporation is authorized to issue is One Thousand (1,000) shares of common stock, par value \$0.001 per share.

**ARTICLE V
TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

Robert Burnett, Esq.
Becker & Poliakoff, P.A.
3111 Stirling Road
Fort Lauderdale, Florida 33312
Florida Bar No. 0117978

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ARTICLE VI
REGISTERED AGENT AND
INITIAL REGISTERED OFFICE IN FLORIDA

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be Gary Wallach, 10033 Hickorywood Place, Boynton Beach, Florida 33437.

ARTICLE VII
BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially.

ARTICLE VIII
INITIAL DIRECTOR

The name and address of the initial Director of this Corporation is Gary Wallach, 10033 Hickorywood Place, Boynton Beach, Florida 33437.

The person named as initial Director shall hold office for the first year of existence of this Corporation, or until his successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is Gary Wallach, 10033 Hickorywood Place, Boynton Beach, Florida 33437.

ARTICLE X
INDEMNIFICATION

This Corporation may indemnify any director, officer, employee or agent of the Corporation to the fullest extent permitted by Florida law.

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IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on June 18, 2002.

Gary Wallach
Gary Wallach

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CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS

2002 JUN 19 AM 7:28
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CAPTIVATING POOLS, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 10033 Hickorywood Place, Boynton Beach, Florida 33437, has named Gary Wallach whose address is 10033 Hickorywood Place, Boynton Beach, Florida 33437 as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.



Gary Wallach

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