

Florida Department of State

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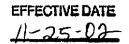
Account Name : ROBERT J. HUTCHINS

Account Number : 119990000126 Phone : (407)645-2377 Fax Number : (407)645-0945

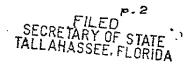
FLORIDA PROFIT CORPORATION OR P.A.

Direct Pool Supply, Inc.

Certificate of Status	0
Certified Copy	0
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ARTICLES OF INCORPORATION 27 PH 2: 43

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I-NAME

The name of the corporation shall be: Direct Pool Supply, Inc.,

ARTICLE II-NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III-TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE IV-AUTHORIZED SHARES

The corporation shall have the authority to issue 10,000 shares of common capital stock with a par value of \$.01 per share.

ARTICLE V-PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of the corporation of the same kind, class or series as that which such stockholder already holds, shall have the right to purchase such stockholder's pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI-OFFICE ADDRESS

The street address of the initial principal office of the corporation is: 261 Shady Oaks Circle, Lake Mary, Florida 32746.

ARTICLE VII-MAILING ADDRESS

The mailing address of the corporation is: P.O. Box 954025, Lake Mary, Florida 32795-4025.

ARTICLE VIII-DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time, by bylaws adopted by the stockholder(s).

ARTICLE IX-INITIAL DIRECTORS

The names and street addresses of the members of the first board of directors are:

Paul A. Striano

261 Shady Oaks Circle, Lake Mary, Florida 32746

James W. Hayes

944 Bakewell Ct., Unit 104, Lake Mary, Florida 32746

ARTICLE X-INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Robert J. Hutchins

400 North Wymore Road, Suite 110, Winter Park, Florida 32789

H02000231294 8

ARTICLE XI-INITIAL REGISTERED OFFICE AND X X ENTPH 2: 43

The street address of the initial registered office of the corporation is: 400 North Wymore Road, Suite 110, Winter Park, Florida 32789 and the name of the initial registered agent of the corporation at that address is Robert J. Hutchins.

ARTICLE XII-AMENDMENT

These Articles of Incorporation may be amended, altered, or changed at any time, and from time to time, in the manner now or hereafter prescribed by the applicable Florida Statutes, and all rights conferred on a stockholder herein are granted subject to this reservation.

ARTICLE XIII-INDEMNIFICATION

The company shall indemnify its directors, officers, employees, and agents to the full extent permitted by law.

ARTICLE XIV-EFFECTIVE DATE

The existence of the corporation shall commence at 12:01 a.m. on November 25, 2002.

Robert J. Hutchins, Incorporator Date

REGISTERED AGENT'S ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Robert I Husebins Registered Agent

11/27/02

Date