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TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

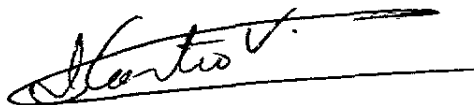
SUBJECT: *CESAR CASTRO POOL & SPA, INC.*

I enclose an original and 1 Copy(ies) of the Articles of Incorporation for the above corporation and a check in the amount of \$ 70.00 .

I also enclose a check in the amount of \$8.75 to request a Certified copy of Articles of Incorporation filed within.

Thank you.

From:



CESAR CASTRO
9822 NW 53RD COURT
CORAL SPRINGS, FL 33076
(954) 347-9539

**ARTICLES OF INCORPORATION
OF**

CESAR CASTRO POOL & SPA, INC.

ARTICLE I

NAME

The name of the corporation shall be:

CESAR CASTRO POOL & SPA, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

9822 NW 53RD COURT
CORAL SPRINGS, FL 33076
(954) 347-9539

ARTICLE III

CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 (ONE HUNDRED)

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TALLAHASSEE, FL 32310

ARTICLE IV

INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

CESAR CASTRO
9822 NW 53RD COURT
CORAL SPRINGS, FL 33076

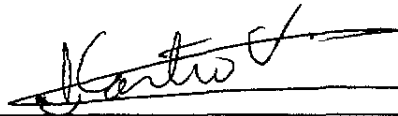
ARTICLE V

INCORPORATOR

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

CESAR CASTRO
9822 NW 53RD COURT
CORAL SPRINGS, FL 33076

The undersigned has executed these Articles of Incorporation this 20th day of December, 2002.

A handwritten signature in black ink, appearing to read 'Cesar Castro', is written over a horizontal line.

Cesar Castro, Incorporator

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in the designating the registered office/registered agent, in the State of Florida.

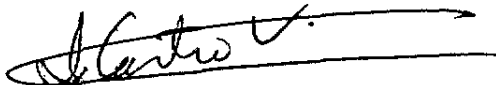
1. The name of the corporation is:

CESAR CASTRO POOL & SPA, INC.

2. The name and address of the registered agent and office is:

CESAR CASTRO
9822 NW 53RD COURT
CORAL SPRINGS, FL 33076
(954) 347-9539

Signature: _____

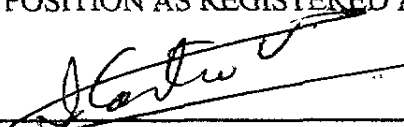


Title: PRESIDENT

Date: 1/23/03

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICES OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE 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 ON MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: _____



Date: 1/23/03

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