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To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
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FLORIDA PROFIT CORPORATION OR P.A.

CLARION POOLS, INC.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Am 3/19

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

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is Clarion Pools, Inc.

ARTICLE II

The existence of the corporation shall begin on March 18, 2003.

ARTICLE III

The street address and mailing address of the principal office of the Corporation is 18363 Locklane Avenue, Port Charlotte, Florida 33948.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 5000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. The par value is \$1.00.

ARTICLE V

The initial street address of the Corporation's registered office is 18363 Locklane Avenue, Port Charlotte, Florida 33948. The initial registered agent for the Corporation at that address is Heather R. Wing.

ARTICLE VI

The initial board of directors shall consist of one member. The name and address of the person who will serve on the initial board of directors is:

<u>NAME</u>	<u>ADDRESS</u>
DOUGLAS F. WING	18363 Locklane Avenue Port Charlotte, Florida 33948

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ARTICLE VII

The name and street address of the person signing these articles of incorporation is:

NAME

ADDRESS

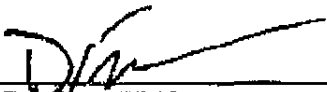
DOUGLAS F. WING

18363 Locklane Avenue
Port Charlotte, Florida 33948

ARTICLE VIII

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18th day of March, 2003.



DOUGLAS F. WING

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for *Clarion Pools, Inc* at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).



HEATHER R. WING

Date: March 18, 2003.

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TALLAHASSEE, FLORIDA

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