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Florida Department of State
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To:

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

From:

Account Name : CONTRACTOR BUSINESS SERVICES, INC.
Account Number : I19990000053
Phone : (800)571-4777
Fax Number : (727)869-6660

FLORIDA PROFIT CORPORATION OR P.A.

SunWatcher Pools & Spas, Inc.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SunWatcher Pools & Spas, Inc.**

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 is: **SunWatcher Pools & Spas, Inc.**

ARTICLE II - ADDRESS OF THE PRINCIPAL OFFICE

Located in **Hillsborough** County, the principal place of business and street address of this corporation shall be: **1828 Citrus Orchard Way - Valrico, Florida 33594**

The mailing address shall be: **1828 Citrus Orchard Way - Valrico, Florida 33594**

ARTICLE III - PURPOSE

The purpose of the corporation and the general nature of the business to be transacted shall be in construction and any other lawful business. The corporation shall make and enter into all contracts necessary and proper for the conduct of its business or businesses. In general, this corporation shall have and exercise all the powers conferred by the laws of the State of Florida upon corporations for profit. It is hereby expressly provided that the foregoing tally of specific powers shall not be held to limit or restrict in any manner such general powers.

ARTICLE IV - CAPITAL STOCK

The stock of the corporation shall consist of 1,000 shares of common stock with a \$1.00 par value

ARTICLE V - INITIAL BOARD OF DIRECTORS

The business of the corporation shall be conducted by a Board of not less than one director. The name and address of the initial director(s) is:

James R. Reed Jr.
Residence: **1828 Citrus Orchard Way - Valrico, Florida 33594**
Mailing Address: **1828 Citrus Orchard Way - Valrico, Florida 33594**

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ARTICLE VI - INITIAL OFFICERS

The officers of the corporation shall be determined by the Board of Directors. The corporation shall have a President, a Secretary and a Treasurer. If deemed necessary by the Board, the number of Vice Presidents may be fixed by the Board of Directors from time to time. Until the first meeting of the Board of Directors, the following shall be the officers of the corporation:

President/Treasurer
Mailing Address:

James R. Reed Jr.
1828 Citrus Orchard Way - Valrico, Florida
33594
Linda A. Streng
6912 Cohasset Circle - Riverview, Florida 33569

Secretary:
Mailing Address:

ARTICLE VII - BYLAWS

A special meeting of the subscribers shall be held, upon the call of the President, for the purpose of completing the organization of the corporation and the adoption of the initial bylaws and any such other business as may be desired. The power to alter, amend, appeal or adopt new bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLES VIII - INITIAL REGISTERED AGENT AND OFFICE

The name and street address and mailing address of the registered agent of the Corporation is:

Street Address: **James R. Reed Jr.**
1828 Citrus Orchard Way - Valrico, Florida 33594
Mailing Address: 1828 Citrus Orchard Way - Valrico, Florida 33594

ARTICLE IX - INCORPORATOR

The name and street address and mailing address of the incorporator is:

Street Address: **James R. Reed Jr.**
1828 Citrus Orchard Way - Valrico, Florida 33594
Mailing Address: 1828 Citrus Orchard Way - Valrico, Florida 33594

In witness whereof, the undersigned has executed these Articles of Incorporation the 12th day of March, 2003


James R. Reed Jr./Incorporator

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CONSENT OF REGISTERED AGENTSECRETARY OF STATE
TALLAHASSEE FLORIDA

Having been named as registered agent and to accept service of process for SunWatcher Pools & Spas, Inc. 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 of my duties, and I am familiar with and accept the obligations of my position as registered agent.


James R. Reed Jr.March 12, 2003

Date

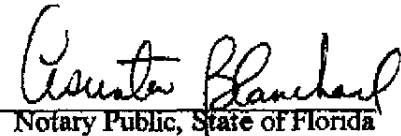
Registered Agent for SunWatcher Pools & Spas, Inc.Inc.

1828 Citrus Orchard Way - Valrico, Florida 33594

State of Florida

County of HillsboroughWitness my hand and official seal in the County and State last aforesaid this 12 day of March A.D. 2003

ASUNTA BLANCHARD
Notary Public, State of Florida
My comm. exp. Jan. 3, 2007
Comm. No. DD 169913


Notary Public, State of Florida

I further certify that James R. Reed Jr. is/is not personally known to me and did produce FL D.L. # R300456624 identification.