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DAMON MC INTOSH

1319 S.W. 83rd Avenue
North Lauderdale, FL 33068-0000

(Address)

(City/State/Zip/Phone #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation

Of

SHORTY'S POOLS & SPA'S, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract in the State of Florida, hereby proceeds to form a corporation, and hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I:

NAME

The name of the corporation is SHORTY'S POOLS & SPA'S, INC.

ARTICLE II:

PURPOSE AND NATURE OF BUSINESS

The purpose of the corporation and the nature of its business are as follows:

The Corporation is organized for the purpose of engaging in the business of installation and improvements of residential and commercial pools and spas and to engage in such other lawful activities as are reasonably necessary, convenient, or incidental to that purpose.

- (1) To do business as a pool refinisher, installer, maintenance and/or upgrade service consultation and to provide services incident thereto. To consult with prospective clients, businesses, organizations, associations, and governments on matters concerning ventures and opportunities to provide and upgrade services in the industry, and to render services that are ancillary.
- (2) To generally engage in and carry on any business incidental thereto; to do all other things and to exercise any and all other powers of a company, by authority and by law, does or exercises; to construct, lease, purchase or otherwise acquire real estate and personal property of any nature, or any interest, therein, without limit as to amount or value, reasonably necessary or convenient to effecting or furthering any or all of the purposes and powers, including, ownership of real and intangible property, entering into contracts, investment in real estate, mortgages, stocks, bonds, and carrying on any activity necessary or

incidental to the accomplishment or furtherance of the purpose of the corporation, all in accordance with the provisions of Florida Statutes.

- (3) To carry on the services of the company which consist of yielding services of corporation.
- (4) To receive, take title to, hold and use the proceeds and income of stocks, bonds, obligations or other securities of any other company, foreign or domestic, for the same of all the foregoing purposes.
- (5) To manage, facilitate and otherwise hire personnel as necessary to complete the purpose stated herein and provide all documentation and administration in conformance with local, state and federal requirements.
- (6) In order that the company by its By-Laws make any other provisions or requirement for the arrangement of conduct of the business of the company, provided the same be not inconsistent with these Articles of Incorporation, nor contrary to local, state or federal laws.
- (7) To do any and all things necessary and exercise any and all powers necessary, proper, convenient or advisable to accomplish one or more of the purposes of the company, or which shall at any time appear to be for the benefit of the company in connection therewith for the accomplishment of any of the purposes herein set forth, and to do every other act incidental thereto which is or may hereinafter be lawful for the company to do or exercise under the laws of the State of Florida, or the Articles of Incorporation.

ARTICLE III: CAPITAL STOCK

The maximum number of stock that the Corporation is authorized to have outstanding at any one time is 100 shares, having a par value of \$1.00 per share. Such shares shall be of a single class of common stock. None of the shares of the Corporation may be issued to anyone other than an individual who is duly licensed to practice law in the State of Florida and is an active member of the law in good standing.

ARTICLE IV: DURATION

The Corporation shall have perpetual existence.

**ARTICLE V:
ADDRESS AND AGENT**

The street address of the principal and registered office of the Corporation is 20170 Pines Boulevard, Suite 302, Pembroke Pines, County of Broward, FL 33029, and the name of the initial registered agent is SHEILA D. TURNER, ESQ. The Board of Directors may from time to time move the office to any other address in the State of Florida and change the registered agent.

**ARTICLE VI:
DIRECTORS**

The Corporation shall be managed by a Board of Director(s) of at least one (1) Director. No person shall serve as a Director of the Corporation unless the person is duly licensed to practice law and an active member of the Florida Bar, in good standing. The Director(s) shall be elected by the shareholders of the Corporation. The name and street address of the person who is to serve as a member, or members of the initial Board of Directors is as follows:

<u>Name</u>	<u>Address</u>
DAMON MC INTOSH	1319 S.W. 83 rd Avenue North Lauderdale, FL 33068-0000

**ARTICLE VII:
SUBSCRIBER(S)**

The names and addresses of the subscribers, who are the incorporators of this Corporation, each of whom is duly licensed in the State of Florida to practice law, is (are) as follows:

<u>Name</u>	<u>Address</u>
DAMON MC INTOSH	1319 S.W. 83 rd Avenue North Lauderdale, FL 33068-0000

**ARTICLE VIII:
RESTRAINT ON ALIENATION**

No shareholder may sell or trade his shares in the Corporation, except to another individual who is eligible to be a shareholder of the Corporation under Florida law.

**ARTICLE IX:
DISQUALIFICATION**

If any officer, shareholder, agent, or employee of the Corporation who has been rendering professional service to the public for the Corporation becomes legally disqualified to render such professional services within Florida or accepts employment that places restrictions or limitations upon his or her continued rendering of such professional services, then the Corporation shall require him or her to comply by severing all employment with and financial interests in the Corporation.

**ARTICLE X:
AMENDMENT**

These Article of Incorporation may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 22nd day of April, 2003


Damon McIntosh

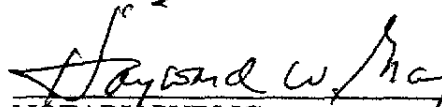
STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, PERSONALLY APPEARED Damon McIntosh, to me well known to be the person described in and who executed the foregoing and acknowledged to and before me that she executes said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 28th day of May, A.D., 2003 in the aforesaid County and State.

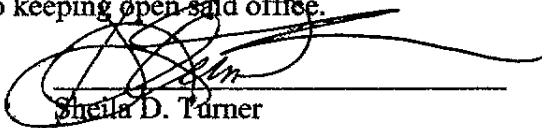


Hayward W. Gray
Commission # CC 842194
Expires June 1, 2003
Bonded Thru
Atlantic Bonding Co., Inc.


NOTARY PUBLIC
My Commission Expires:

**ACKNOWLEDGMENT OF
REGISTERED AGENT**

Having been named to accept service of process for the above stated Corporation, at place designated in the Articles, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



Sheila D. Turner
20170 Pines Boulevard
Suite 302
Ft. Lauderdale, FL 33029

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