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TALLAHASSEE, FLORIDA

TS7/14/03

TRANSMITTAL LETTER

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

SUBJECT: EXOTIC POOLS BY JANEEN, INC.
(Proposed corporate name)

Enclosed is a signed and notarized original and one copy of the Articles of Incorporation for the above-named corporation, and a check in the amount of \$70.00.

From: Janeen M. Weiler
20020 Veterans Boulevard, Suite 7-9
Port Charlotte, FL 33954

Phone: (941) 764-6447

PLEASE RETURN COMPLETED FORM TO:

Dan Murphy Accounting & Tax Services
20020 Veterans Boulevard, Unit 10
Port Charlotte, FL 33954-2113

Call Dan Murphy if you have any questions @ (941) 764-1144

Note: Additional copy of Articles is needed only when a certified copy is requested.

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
EXOTIC POOLS BY JANEEN, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, does hereby sign and direct these articles to be delivered to the Department of State, State of Florida for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE 1. – NAME AND MAILING ADDRESS

The name of this corporation is Exotic Pools By Janeen, Inc. and its mailing address shall be 20020 Veterans Boulevard, Suite 7-9, Port Charlotte, Florida 33954.

ARTICLE 2. – DURATION OF CORPORATE EXISTENCE

This corporation shall exist perpetually.

ARTICLE 3. – PURPOSES

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. – CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 1,000 shares of common stock. There shall be no other type or class of stock.

ARTICLE 5. – ADDRESS AND REGISTERED AGENT

The street address of the initial registered office of this corporation shall be 20020 Veterans Boulevard, Suite 7-9, Port Charlotte, Florida 33954. The name of the initial registered agent at such address is Janeen M. Weiler.

ARTICLE 6. – DIRECTORS

This corporation shall have three directors initially. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders, but shall never be less than one nor more than five.

ARTICLE 7. – INITIAL DIRECTORS

The names and mailing addresses of the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Jeff R. Weiler	20020 Veterans Boulevard, Suite 7-9 Port Charlotte, Florida 33954
Janeen M. Weiler	20020 Veterans Boulevard, Suite 7-9 Port Charlotte, Florida 33954
Donald L. Weiler	20020 Veterans Boulevard, Suite 7-9 Port Charlotte, Florida 33954

ARTICLE 8. – INCORPORATOR

The name and mailing address of the Incorporator of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Janeen M. Weiler	20020 Veterans Boulevard, Suite 7-9 Port Charlotte, Florida 33954

ARTICLE 9. – AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has hereunto subscribed his/her name and affixed
his/her seal this 10th day of July, 2003.

Witnesses:

[Signature]

Janeen M. Weiler
Janeen M. Weiler – Director

[Signature]

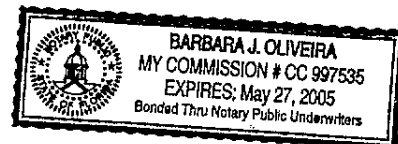
State of Florida
County of Charlotte

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State
and County named above to take acknowledgements, personally appeared Janeen M. Weiler to
me known to be the person described as Incorporator in and who executed the foregoing Articles
of Incorporation, and she acknowledged that she executed the same for the purposes therein
stated.

WITNESS my hand and official seal in the State and County aforesaid this 10th day of
July, 2003.

Barbara J. Oliveira

Notary Public



My commission expires:

**CERTIFICATE DESIGNATING A REGISTERED AGENT AND REGISTERED
OFFICE FOR THE SERVICE OF PROCESS**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Exotic Pools By Janeen, Inc.

desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 20020 Veterans Boulevard, Suite 7-9, Port Charlotte, Florida 33954, County of Charlotte, State of Florida, has designated Janeen M. Weiler, whose street address is 20020 Veterans Boulevard, Suite 7-9, County of Charlotte, State of Florida, as its agent to accept service of process within this state.

Exotic Pools By Janeen, Inc.

(Corporation Name)

By: Janeen M. Weiler
Janeen M. Weiler – President

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TALLAHASSEE, FLORIDA

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.

Janeen M. Weiler
Janeen M. Weiler