

P03000078641

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Special Instructions to Filing Officer:

Kristine authorized to add
"shareholder action was not
required," and correct name
in Art XI.

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12/08/03--01003--009 **35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
2003 DEC - 8 PM 12:17

Amendment

12-8-03

Law Office

TIMOTHY M. GOAN, P.A.

CORPORATE PLAZA
1 CORPORATE DRIVE
SUITE 1-C
PALM COAST, FLORIDA 32137

TELEPHONE
(386) 445-9003
FACSIMILE
(386) 445-0540

October 20, 2003

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Blue Champagne Pool Supply, Inc.

To Whom It May Concern:

Enclosed please find one original and copy of the Amended Articles of Incorporation of Blue Champagne Pool Supply, Inc., for filing. Please file and return a certified copy of the Articles to this office. A self-addressed, stamped envelope is enclosed.

Thank you for your attention to this matter.

Sincerely,



Kristine M. Wolfe
Legal Assistant to Timothy M. Goan

Encl.

Law Office

TIMOTHY M. GOAN, P.A.

CORPORATE PLAZA
1 CORPORATE DRIVE
SUITE 1-C
PALM COAST, FLORIDA 32137

TELEPHONE
(386) 445-9003
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(386) 445-0540

November 18, 2003

Secretary of State
Attn: Louise Flemming-Jackson
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

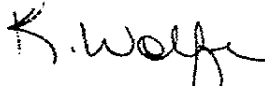
Re: Blue Champagne Pool Supply, Inc.

Dear Ms. Flemming-Jackson:

Enclosed please find one original and copy of the Amended Articles of Incorporation of Blue Champagne Pool Supply, Inc., for filing as we discussed on the telephone on Tuesday. Please file and return a certified copy of the Articles to this office. A self-addressed, stamped envelope is enclosed with the check in the amount of \$35.00 representing the articles of amendment.

Thank you for your attention to this matter.

Sincerely,



Kristine M. Wolfe
Legal Assistant to Timothy M. Goan

Encl.



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 22, 2003

Timothy M. Goan, Esquire
Corporate Plaza, Suite 1-C
1 Corporate Drive
Palm Coast, FL 32137

SUBJECT: BLUE CHAMPAGNE POOL SUPPLY, INC.
Ref. Number: P03000078641

We have received your document for BLUE CHAMPAGNE POOL SUPPLY, INC.. However, the document has not been filed and is being returned for the following:

The date of adoption of each amendment must be included in the document.

The amendment must be adopted in one of the following manners:

(1)If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a)A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b)If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2)If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a)A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6910.

Louise Flemming-Jackson
Document Specialist Supervisor

Letter Number: 503A00057578

2003 DEC -8 PM 12:17

AMENDED ARTICLES OF INCORPORATION

of

BLUE CHAMPAGNE POOL SUPPLY, INC.

The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: BLUE CHAMPAGNE POOL SUPPLY, INC.

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is pool supply provider and related services and every and any aspect and phase of any and every lawful business, including, but not limited to, the following activities:

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses, in the State of Florida and in all other states and countries.

To loan money, to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payments of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities or other evidences of indebtedness created by any other corporation of the State of Florida or any other state of government, and whole owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares of common stock with a nominal or par value of \$1.00. The consideration to be paid for each share shall be fixed by the Board of Directors. There shall be no other class of stock. The incorporators may, by contract, restrict the alienability of this stock. An endorsement shall be made upon each certificate of stock indicating the existence of such contract.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$100.00.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is 80 Breeze Hill Lane, Palm Coast, Florida 32137. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII. DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased from time to time, by By-Laws adopted by the stockholders.

ARTICLE VIII. INITIAL DIRECTORS

The names and post office addresses of the member of the first Board of Directors is:

<u>Name</u>	<u>Address</u>
Kathleen A. Holly	80 Breeze Hill Lane Palm Coast, FL 32137

****Amendment was adopted by the Directors on October 16, 2003
shareholder action was not required.*****

ARTICLE IX. SUBSCRIBERS

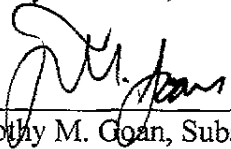
The name and post office address of the subscriber of these Articles of Incorporation is at follows:

Name

Address

Timothy M. Goan, P.A.

1 Corporate Drive, Suite 1-C
Palm Coast, FL 32137



Timothy M. Goan, Subscriber/
Incorporator

ARTICLE X. AMENDMENT

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

ARTICLE XI. REGISTERED AGENT AND OFFICE

The registered agent and office for this corporation shall be Kathleen A. ^{/Holly,} 80 Breeze Hill Lane, Palm Coast, FL 32137, to accept service of process within this State as to this corporation.

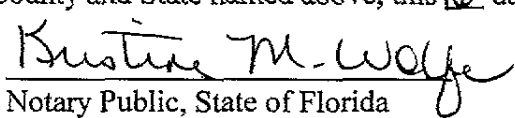


KATHLEEN A. HOLLY, President

STATE OF FLORIDA
COUNTY OF FLAGLER

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County aforementioned to take acknowledgments, personally appeared Kathleen A. Holly, to me personally known (or produced Florida drivers license) to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 16 day of ~~July~~, 2003.
October



Notary Public, State of Florida
at Large

My Commission Expires:



Kristine M. Wolfe
Commission # DD 015025
Expires May 7, 2005
Bonded Thru
Atlantic Bonding Co., Inc.