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W03-32786

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ROBERT E. STONE  
ATTORNEY AT LAW

November 6, 2003

Department of State of Florida  
Division of Corporations  
Attn: Doris Brown  
409 East Gaines Street  
Tallahassee, Florida 32399

RE: Tropical Pools of Indian River, Inc.

Dear Ms. Brown:

Please find enclosed the following:

- a. Original and one (1) copy of the Articles of Incorporation
- b. Certificate Designating Place and Naming Registered Agent

I'm resubmitting the Articles of Incorporation under a different name from Tropical Pool & Spa, Inc., that was rejected to Tropical Pools of Indian River, Inc.

If you should have any questions regarding this information, please contact my office at (772-567-2261).

Very truly yours,



Robert E. Stone, Esquire



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

November 5, 2003

ROBERT E. STONE, ESQ.  
2145 14TH AVENUE  
SUITE 15  
VERO BEACH, FL 32960

SUBJECT: TROPICAL POOL & SPA, INC.  
Ref. Number: W03000032786

We have received your document for TROPICAL POOL & SPA, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6972.

Doris Brown  
Document Specialist  
New Filings Section

Letter Number: 803A00060469

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**TROPICAL POOLS OF INDIAN RIVER, INC.**

**ARTICLE I - NAME**

The name of this corporation is **Tropical Pools of Indian River, Inc.**

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business as a pool and spa contractor.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

**ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 2145 14<sup>th</sup> Avenue - Suite 15, Vero Beach, Florida 32960, and the name of the initial registered agent of this corporation at that address is **ROBERT E. STONE, ESQUIRE**. The principal address is the same.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have **1** director(s) constituting the Initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws, however, there shall never be less than one Director nor more than five. The name(s) and address(es) of the initial Board of Directors of the corporation is:

**PRESIDENT – MICHAEL A. SNODGRESS**  
**2145 14<sup>th</sup> Avenue – Suite 15**  
**Vero Beach, Florida 32960**

**ARTICLE VIII - INCORPORATORS**

The name and address of the Incorporator signing these articles is:  
**Registered Agent – Robert E. Stone, Esquire, 2145 14<sup>th</sup> Avenue – Suite 15, Vero Beach, Florida 32960.**

**ARTICLE IX - INDEMNIFICATION**

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

**ARTICLE X - AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned Incorporator has executed these Articles of Incorporation on the 6<sup>th</sup> day of Nov., 2003

**Tropical Pools of Indian River, Inc.**

By 

Robert E. Stone, Esquire  
Registered Agent

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

**BEFORE ME**, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **Robert E. Stone, Registered Agent** of Tropical Pools of Indian River, Inc., known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

**IN WITNESS WHEREOF**, I have set my hand and seal in the State and County above, this 6<sup>th</sup> day of Nov., 2003.

NOTARY PUBLIC,  
State of Florida

My commission expires:

*April Dawn Johnson*



April Dawn Johnson  
MY COMMISSION # DD064098 EXPIRES  
October 10, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

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

First, that **TROPICAL POOLS OF INDIAN RIVER, INC.**, desiring to organize or qualify under the laws of the State of Florida, has named **ROBERT E. STONE, ESQUIRE**, 2145 14<sup>th</sup> Avenue - Suite 15, Vero Beach, Florida 32960 as its agent to accept service of process within Florida.

**DATED:** 6<sup>th</sup>, Nov., 2003.

By: Michael A. Snodgrass  
Michael A. Snodgrass, President

**ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby 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.

**DATED:** 6<sup>th</sup>, Nov., 2003.

By: Robert E. Stone  
Robert E. Stone, Esquire  
Registered Agent

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