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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FOR PROFIT CORPORATION  
UNIFORM BUSINESS REPORT (UBR)**

DOCUMENT # P03000137820	
1. Entity Name CAPRI POOLS, INC.	

**DO NOT WRITE IN THIS SPACE**

**REINSTATEMENT**

2. Principal Place of Business 22245 Bell Lake Road	3. Mailing Address 22245 Bell Lake Road
State, Apt. #, etc.	State, Apt. #, etc.

65-07  
DO NOT WRITE IN THIS SPACE


City & State Land O'Lakes, Florida	City & State Land O'Lakes, Florida
Zip 34639	Country

4. FEI Number 20-0431458	Applied For <input type="checkbox"/> Not Applicable
5. Certificate of Status Depled <input type="checkbox"/>	\$8.75 Additional Fee Required

**DO NOT WRITE IN THIS SPACE**

7. Name and Address of Current Registered Agent	
Name SPIEGEL & UTRERA, P.A.	
Street Address (P.O. Box Number is Not Acceptable)	
1840 Southwest 22 Street, 4th Floor	
City Miami	FL Zip Code 33145

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent. Spiegel & Utrera, P.A.

SIGNATURE: By:  Natalia Utrera, Vice President  
(NOTE: Registered Agent signature required when reappointing)

January 1 - May 1 Fee is \$150.00  
After May 1, Fee is \$550.00  
Amended UBR is \$61.25  
Make Check Payable to Florida Department of State

9. Encision Campaign Financing Trust Fund Contribution  \$5.00 May Be Added to Fees

10. OFFICERS AND DIRECTORS	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PSTD Barton, Bruce A. 22245 Bell Lake Road Land O'Lakes, Florida 34639
TITLE NAME STREET ADDRESS CITY-ST-ZIP	100088067041 02/13/07--01009--031 ***450.00
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<b>DO NOT WRITE IN THIS SPACE</b>
TITLE NAME STREET ADDRESS CITY-ST-ZIP	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	

12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 110.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the secretary or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or on an appointment with an address, with all other like employment.

SIGNATURE:  Bruce A. Barton, Pres. 31 JAN 07

CR2E034B (12/02)

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**AFFIDAVIT IN SUPPORT OF REQUEST TO  
WAIVE THE FLORIDA DEPARTMENT OF STATE  
CORPORATE REINSTATEMENT FEES**

STATE OF FLORIDA     )  
                                  )  
COUNTY OF PASCO    )

1. Bruce A. Barton is the President of CAPRI POOLS, INC., a Florida corporation, (hereinafter "Corporation").
2. That the Corporation was administratively dissolved by the Florida Department of State on September 16, 2005.
3. That the Corporation failed to file its 2005 and 2006 Annual Report or pay the 2005 and 2006 Annual Report filing fee within the time prescribed by Florida Statutes Chapter 607 because:
  - 3.1 the written notice and requirements for filing the Annual Report and pay the Annual Report fee to the Florida Department of State was never received by the Corporation; and,
  - 3.2 the written notice was never received by the Corporation or its Registered Agent that the Florida Department of State was commencing a procedure to administratively dissolve the Corporation.
4. The Corporation requests the Florida Department of State reinstate the Corporation upon the payment by the Corporation of its 2005, 2006 and 2007 Annual Report fees and the filing of its 2005, 2006 and 2007 Annual Reports, which are presented simultaneously with this Affidavit.
5. CAPRI POOLS, INC. satisfies the requirements of the Florida Statutes 607.0401.
6. No further ground or grounds exist for the administrative dissolution of the Corporation.

Dated: 31 day of Jan, 2007

FURTHER, AFFIANT SAYETH NOT

CAPRI POOLS, INC.

By: Bruce A. Barton  
Bruce A. Barton, President



SWORN AND SUBSCRIBED  
before me this 31 day of Jan, 2007

Stephanie Gilmore  
Notary Public, State of Florida at Large  
Printed Name: Stephanie Gilmore  
Commission Expires: 5-9-2007