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(Requestor's Name)

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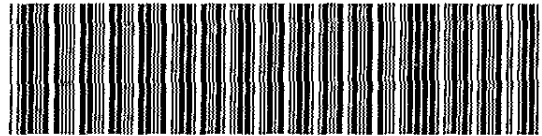
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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NOVEMBER 28, 2003

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
409 EAST GAINES STREET
TALLAHASSEE, FLORIDA 32399

RE: GREAT WHITE POOL CONSTRUCTION OF PALM COAST, INC.

GENTLEMEN:

ENCLOSED HERewith PLEASE FIND DUPLICATE ORIGINALS OF THE ARTICLES OF INCORPORATION IN REGARD TO THE ABOVE-CAPTIONED CORPORATION. ALSO ENCLOSED IS A CHECK IN THE AMOUNT OF \$ 78.75 REPRESENTING THE \$ 35.00 FILING FEE, \$ 35.00 DESIGNATION OF REGISTERED AGENT FEE AND \$ 8.75 CERTIFIED COPY FEE.

PLEASE RETURN THE APPROVED ARTICLES TO THE ATTENTION OF THE UNDERSIGNED IN THE ENCLOSED ENVELOPE.

THANK YOU FOR YOUR ASSISTANCE.

SINCERELY,

A handwritten signature in black ink, appearing to be 'K. Miller', written over a horizontal line.

KARL MILLER
7202 ALOMA AVENUE, STE 103
ORLANDO, FLORIDA 32792

ENCLOSURES

ARTICLES OF INCORPORATION

OF

GREAT WHITE POOL CONSTRUCTION OF PALM COAST, INC.

The undersigned, a natural person of the age of eighteen (18) years, acting as incorporator of the corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation for such corporation.

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ARTICLE ONE

The name of the corporation is GREAT WHITE POOL CONSTRUCTION OF PALM COAST, INC.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The corporation is formed for the purpose of transaction any or all lawful business for which a corporation may be incorporated in the UNITED STATES, the State of Florida, or any other state, country, territory or nation.

ARTICLE FOUR

The aggregate number of shares that the corporation shall have authority to issue is 1,000 shares with a par value of \$1.00 per share.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of its shares consideration of the value of One Thousand (\$ 1,000.00) Dollars, consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered agent and principle office is 7202 Aloma Avenue, Ste 103, Orlando, Florida 32792. The name of its initial registered agent is Karl Miller.

ARTICLE SEVEN

The number of Directors consisting the initial board of Directors is one, and the name and address of the person who is to serve as Director until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Karl Miller 7202 Aloma Avenue, Ste 103, Orlando, Florida 32792.

The name and address of the incorporator is:

Karl Miller 7202 Aloma Avenue, Ste 103, Orlando, Florida 32792

IN WITNESS WHEREOF, the undersigned has executed these Articles
of Incorporation on this 28th day of November 2003.

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KARL MILLER

REGISTERED AGENT

I, KARL MILLER, agree to accept the designation of Registered Agent for GREAT
WHITE POOL CONSTRUCTION OF PALM COAST, INC located at 7202 Aloma
Avenue, Ste 103, Orlando, Florida 32792. As the Registered Agent, I agree to accept
service of process and to comply with all the other requirements of the Florida Statutes,
Chapter 607 which apply to my capacity as Registered Agent.

Dated this 28th day of November 2003.



KARL MILLER