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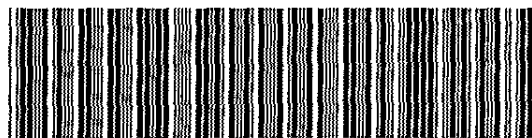
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DIVISION OF CORPORATIONS
04 MAR 23 PM 3:23

TS03/30/04

KIMBROUGH & KOACH, LLP
ATTORNEYS AT LAW
1530 CROSS STREET
SARASOTA, FLORIDA 34236-7015

ROBERT A. KIMBROUGH

E-Mail: RAK@KIMBROUGHKOACH.COM

KRAIG H. KOACH

E-Mail: KHK@KIMBROUGHKOACH.COM

Telephone: 941-951-1234

Facsimile: 941-952-1530

March 19, 2004

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Organization of **Pointer Pools & Spas, Inc.**

Dear Sir or Madam:

Enclosed please find the original Articles of Organization for **Pointer Pools & Spas, Inc.** I have also enclosed a check in the amount of \$78.75 representing the following fees:

1.	Filing Fee	\$	35.00
2.	Registered Agent Fee		35.00
3.	Certificate of Status		<u>8.75</u>
		\$	78.75

Please return all correspondence concerning this matter to the following:

Kraig H. Koach, Esquire
Kimbrough & Koach, LLP
1530 Cross Street
Sarasota, FL 34236

For further information concerning this matter, please call Kraig H. Koach, Esquire at 941-951-1234.

Very truly yours,

KIMBROUGH & KOACH, LLP

Kraig H. Koach
(Jan)
Kraig H. Koach

KHK:jan
Enclosures

ARTICLES OF INCORPORATION
OF
POINTER POOLS & SPAS, INC.

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The undersigned incorporator for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be POINTER POOLS & SPAS, INC. The principal place of business of this corporation shall be as follows:

Corporate Address:

7455 Ridge Road
Sarasota, Florida 34238

ARTICLE II

TERM OF EXISTENCE

The term of existence of the corporation shall be perpetual.

ARTICLE III

NATURE OF BUSINESS

The purpose of the corporation is to transact any business and to engage in, enter into, promote or conduct any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE IV

CAPITAL STOCK

The total number of shares of stock which the corporation shall have authority to issue is 1000 shares, all of which shall be common shares with a par value of \$1.00 per share.

ARTICLE V

REGISTERED AGENT

The street address of the initial registered office of the corporation in Sarasota County, Florida, and the name of its initial registered agent at such address are as follows:

Name and street address

KIMBROUGH & KOACH, LLP
1530 Cross Street
Sarasota, Florida 34236-7015

ARTICLE VI

BOARD OF DIRECTORS

The corporation shall have a Board of Directors of One (1) director initially. The number of directors shall be prescribed by the Bylaws of the corporation from time to time. The name and address of the person who shall serve as the initial director of the corporation until the first annual meeting of the shareholders or until their successors are duly elected and qualified are as follows:

Name and street address

DUSTIN POINTER
7455 Ridge Road
Sarasota, Florida 34238

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is:

Name and street address

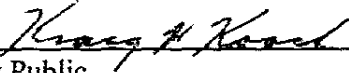
DUSTIN POINTER
7455 Ridge Road
Sarasota, Florida 34238

IN WITNESS WHEREOF, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the Florida General Corporation Act, has executed these Articles of Incorporation this 19th day of March, 2004.

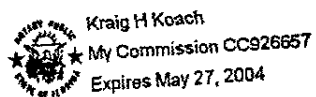

DUSTIN POINTER, Incorporator

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 19th day of March, 2004, by the party hereto, who is personally known to me and who did take an oath.



Notary Public
My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM SERVICE MAY BE SERVED.

In pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said
act:

First, that DUSTIN POINTER, desiring to organize under the laws of the State of Florida, with its
principal office as indicated in the Articles of Incorporation, at City of Sarasota, County of Sarasota, State
of Florida, has named KIMBROUGH & KOACH, LLP, 1530 Cross Street, Sarasota, Florida 34236, as its
agent to accept service of process within this State.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the designation as registered agent of the above Corporation. I accept
the duties and obligations of Section 607.0505 Florida Statutes and agree to comply with the provisions of
all statutes relative to the proper and complete performance of my duties.

KIMBROUGH & KOACH, LLP

Kraig H. Koach
By: KRAIG H. KOACH

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