

P04000062042

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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
Phone : (212) 431-5000
Fax Number : (212) 431-1441

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 APR 13 AM 9:25

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FLORIDA PROFIT CORPORATION OR P.A.

ATLANTIS POOLS & SPAS, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

April 13, 2004

BLUMBERG/EXCELSIOR CORPORATE SERVICES INC.

SUBJECT: ATLANTIC POOLS & SPAS, INC.
REF: W04000014167

We have received your document for ATLANTIC POOLS & SPAS, INC.. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

See Registered Agent Certificate (page 3).

If you have any further questions concerning your document, please call (850) 245-6934.

Loria Poole
Document Specialist
New Filings Section

FAX Aud. #: H040000076763
Letter Number: 904A00024161

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ARTICLES OF INCORPORATION**OF****ATLANTIS POOLS & SPAS, INC.**FILED
04 APR 13 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby forms a corporation under the laws of the State of Florida:

Article I.**Name**

The name of this Corporation is Atlantis Pools & Spas, Inc.

Article II.**Principal Office**

The principal office and mailing address of this Corporation is 3437 15th Street, Vero Beach, FL 32966.

Article III.**Capital Stock**

The total number of shares of stock that this Corporation is authorized to issue and have outstanding at any time is One Thousand (1,000) shares of common stock having a par value of \$.01 per share.

Article IV.**Preemptive Rights**

Each shareholder of this Corporation shall have a preemptive right.

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Article V. Initial Director

The name and street address of the initial director is:

Aaron Addeo
3437 15th Street
Vero Beach, FL 32966

Article VI Initial Registered Agent

The name and street address of the initial registered agent is:

Eric Granitur
535 Greytwig Road, Suite 5
Vero Beach, FL 32963

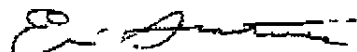
Article VII
Incorporator

The name and street address of the Incorporator is:

Eric Granitur
535 Greytwig Road, Suite 5
Vero Beach, FL 32963

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has
executed these Articles of Incorporation this 12th day of April, 2004.

BlumbergExcelsior Corporate Services, Inc.
62 White Street, NYC 10013


ERIC GRANITUR,
AS INCORPORATOR

**CERTIFICATE ACCEPTING DESIGNATION AS
REGISTERED AGENT**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 APR 13 AM 9:25

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The undersigned, having been appointed registered agent of **Atlantis Pools & Spas, Inc.** hereby accepts such designation and affirms that it is familiar with and accepts the obligations of such position pursuant to Florida Statute section 607.0505.

APRIL 12, 2004

Date



Eric Granitur,
as registered agent

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