

**Electronic Articles of Incorporation
For**

P04000081660
FILED
May 21, 2004
Sec. Of State
nculligan

LESLIE'S UNLIMITED, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

LESLIE'S UNLIMITED, INC.

Article II

The principal place of business address:

2480 25TH STREET NORTH
ST. PETERSBURG, FL. 33713

The mailing address of the corporation is:

C/O ERNEST L. MASCARA
475 CENTRAL AVENUE, SUITE M-8
ST. PETERSBURG, FL. US 33701

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

7500

Article V

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

ERNEST L. MASCARA
THE KRESS BUILDING
475 CENTRAL AVENUE, SUITE M-8
ST. PETERSBURG, FL. 33701

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: ERNEST L. MASCARA

Article VI

The name and address of the incorporator is:

ERNEST L. MASCARA
THE KRESS BUILDING
475 CENTRAL AVENUE, SUITE M-8
ST. PETERSBURG, FLORIDA 33701

Incorporator Signature: ERNEST L. MASCARA

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PVTS
LESLIE FLEMING
2480 25TH STREET NORTH
ST. PETERSBURG, FL. 33713 US