

09/15/2004 WED 11:38 FAX FALLACE LARKIN LLC

Division of Corporations

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To:

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

From:

Account Name : FALLACE & LARKIN, L.L.C.
Account Number : 120000000191
Phone : (321) 951-9900
Fax Number : (321) 724-6002

FLORIDA PROFIT CORPORATION OR P.A.

H2O Pool & Spa of Brevard, Inc.

Certificate of Status	1
Certified Copy	1
Page Count	01
Estimated Charge	\$87.50

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DIVISION OF CORPORATE REGISTRATION
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ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I - NAME

The name of the corporation shall be H²O Pool & Spa of Brevard, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business/mailling address is 337 South Point Court, Satellite Beach, Florida 32937.

ARTICLE III - PURPOSE

The purpose for which the corporation is organized is for any lawful business purpose in the state of Florida.

ARTICLE IV

The number of shares of stock is 10,000.

ARTICLE V - INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

Armando Calleja President/Secretary/Treasurer
337 South Point Court
Satellite Beach, Florida 32937

ARTICLE VI - REGISTERED AGENT

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

David G. Larkin
Fallace & Larkin, L.C.
1900 S. Hickory Street, Ste. A
Melbourne, Florida 32901

ARTICLE VII - INCORPORATOR

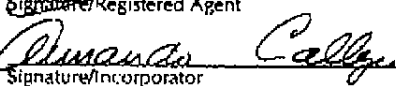
The name and address of the Incorporator is:

Armando Calleja
337 South Point Court
Satellite Beach, Florida 32937

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature/Registered Agent

September 15, 2004


Signature/Incorporator

September 15, 2004