

**Electronic Articles of Incorporation
For**

P05000006350
FILED
January 12, 2005
Sec. Of State
jshivers

CLASSIC POOL & SPA SERVICES, CORP.

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:

CLASSIC POOL & SPA SERVICES, CORP.

Article II

The principal place of business address:

840 NW 45TH STREET
POMPANO BEACH, FL. US 33064

The mailing address of the corporation is:

840 NW 45TH STREET
POMPANO BEACH, FL. US 33064

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:

ONE THOUSAND

Article V

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

FRANCISCO P WINTER FILHO
840 NW 45TH STREET
POMPANO BEACH, FL. 33064

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

P05000006350
FILED
January 12, 2005
Sec. Of State
jshivers

Registered Agent Signature: FRANCISCO DE PAULA WINTER FILHO

Article VI

The name and address of the incorporator is:

FRANCISCO DE PAULA WINTER FILHO
840 NW 45TH STREET
POMPANO BEACH, FL 33064

Incorporator Signature: FRANCISCO DE PAULA WINTER FILHO

Article VII

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

Title: P,D
FRANCISCO P WINTER FILHO
840 NW 45TH STREET
POMPANO BEACH, FL. 33064 US

Title: VP,D
SABRINA S BATISTA
840 NW 45TH STREET
POMPANO BEACH, FL. 33064 US

Title: S,D
FERNANDA A LORENZI
840 NW 45TH STREET
POMPANO BEACH, FL. 33064 US