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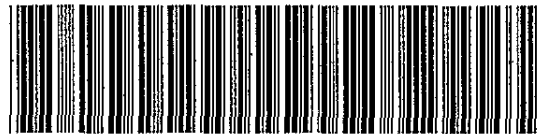
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March 16, 2005

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Aqua Clean Pools, Inc.

Enclosed herewith are the original and one copy of the Articles of Incorporation for Aqua Clean Pools, Inc. Also enclosed is our check in the amount of \$78.75 to defray the filing fee, designation of registered agent, certified copy and certificate of status.

Please return the certified copy of the Articles of Incorporation to this office upon successful filing.

Please contact our office if there are questions regarding this matter.

Your assistance in this matter is genuinely appreciated.

Sincerely,

A handwritten signature in cursive script that reads "JoAnne Neary".

JoAnne Neary, preparer
5510 River Road, Suite 109
New Port Richey, FL 34652
1-877-847-6637

1 **ARTICLES OF INCORPORATION**
2 **OF**
3 **RAY'S AQUA CLEAN POOLS, INC.**

4 The undersigned acting as the Incorporator under Florida Business Corporation Act,
5 adopts the following articles of incorporation for such corporation:

6 **ARTICLE I – CORPORATE NAME**

7 The Name of the corporation is:

8 **RAY'S AQUA CLEAN POOLS, INC.**

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9 **ARTICLE II –EFFECTIVE DATE AND DURATION**

10 These Articles of Incorporation shall exist perpetually unless dissolved according to
11 Florida Law.

12 **ARTICLE III – PURPOSE**

13 The corporation is organized for the purpose of engaging in any activities or business
14 permitted under the laws of the United States and Florida.

15 **ARTICLE IV - CAPITAL STOCK**

16 The corporation is authorized to issue 100 shares of common stock, par value \$5.00 per
17 share.

18 **ARTICLE V - MANAGEMENT OF CORPORATE AFFAIRS**

19 **A. Board of Directors.** The power of this Corporation shall be exercised, its properties
20 controlled and its affairs conducted by a Board of Directors consisting of not less than one (1)
21 person and not more than ten (10) persons. The initial number of Directors of the Corporation
22
23
24

1 shall be one (1), provided, however, that such number may be changed pursuant to the Bylaws
2 duly adopted by the Board. At all times the member of the Board of Directors shall be divided as
3 equally as the number of Directors will permit into two (2) classes: Class 1, Class 2.

4 The term of office for all Directors shall be two (2) years except for the term of office of
5 the initial Class 1 Director shall expire at the annual meeting next ensuing, the term of office of
6 the initial Class 2 of Director(s) shall expire two (2) years thereafter.

7
8 The name and address of such initial members of the Board of Directors are as follows:

9 NAME: Raymond Lee Corkum (Class 1)
10 ADDRESS: 6731 Sandra Drive
11 CITY: Port Richey, FL 34668
12 PHONE: (727) 423-8130

13 It is the intent of these Articles that, at all times hereafter, the Directors shall be classified
14 as to term of office in the manner herein above provided for in the initial Board, so that, as nearly
15 as the number of Directors will permit, one-half of the Directors of this Corporation shall be
16 elected at each annual meeting of the Corporation.

17 Any action required or permitted to be taken by the Board of Directors under any
18 provision of law may be taken without a meeting, if a majority of members of the Board shall
19 individually or collectively consent in writing to such action. Such written consent or consents
20 shall be held with the minutes of the proceedings of the Board, and any such action by written
21 consent shall have the same force and effect as if taken by vote of the Directors. Any certificate
22 or other document filed under any provision of law which relates to actions so taken shall state
23
24
25

1 that the action was taken by written consent of the Board of Directors without a meeting. Such a
2 statement shall be prima facie evidence of such authority.

3
4 **B. Corporate Officers.** The Board of Directors shall elect the following officers:
5 President, Vice President, Secretary and Treasurer, and such other officers as the Bylaws of the
6 Corporation may authorize the Directors to elect from time to time. Initially, such officers shall
7 be elected at the first annual meeting of the Board of Directors. Until such election is held, the
8 following persons shall serve as corporate officers:

<u>Title</u>	<u>Name</u>
President	Raymond Lee Corkum
Vice President	Raymond Lee Corkum
Secretary & Treasurer	Raymond Lee Corkum

14
15
16 **ARTICLE VI - INITIAL PRINCIPLE OFFICE**

17 The principal place of business and mailing address of this corporation shall be:

18 **Principle Place of Business: 6731 Sandra Drive, Port Richey, FL 34668**

19 **Mailing Address: 6731 Sandra Drive, Port Richey, FL 34668**

1 **ARTICLE VII – INITIAL REGISTERED OFFICE AND AGENT**

2 The street address of the initial registered office and the name of the initial registered
3 agent at that office are:
4

5 NAME: Raymond Lee Corkum
6 ADDRESS: 6731 Sandra Drive
7 CITY: Port Richey, FL 34668
8 PHONE: (727) 423-8130
9

10 **ARTICLE VIII - INCORPORATORS**

11 The names and addresses of the Incorporator signing these Articles of Incorporation is as
12 follows:

13 NAME: Raymond Lee Corkum (Class 1)
14 ADDRESS: 6731 Sandra Drive
15 CITY: Port Richey, FL 34668
16 PHONE: (727) 423-8130
17

18 **ARTICLES IX – MANNER OF ELECTION OF DIRECTORS**

19 The manner in which the directors are elected or appointed is as follows:

20 **By major vote of the stockholders**

21 **ARTICLE X – LIMITATION OF CORPORATION OF POWERS**

22 The corporate powers of this corporation are as provided in FS § 607.0302, unless
23 limited as follows: **There are no limitations expressed, implied or contemplated.**
24

1 The undersigned Incorporator has executed these articles of incorporation on this

2 16 day of Mar, 2005.

3
4 
5 X Signature of Incorporator

6 Raymond Lee Corkum
7 Typed name of Incorporator signing

1 CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

2 PURSUANT TO FS § 607.052, THE UNDERSIGNED CORPORATION,
3 ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE
4 FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/
5 REGISTERED AGENT, IN THE STATE OF FLORIDA.

6 The above corporation, organized under the laws of the State of Florida with its
7 registered office as indicated in the Articles of Incorporation at, **6731 Sandra Drive, Port**
8 **Richey, Fl. 34668**, has named **Raymond Lee Corkum**, located at the aforesaid address, as its
9 registered agent to accept service of process within the state.

10 Having been named as registered agent and to accept service of process for the above
11 stated corporation at the place designated in this certificate, I hereby accept the appointment as
12 registered agent and agree to act in this capacity. I further agree to comply with the provisions of
13 all statutes relating to the proper and complete performance of my duties, and I am familiar with
14 and accept the obligations of my position as registered agent.
15

16
17 x 
(Signature)

3-16-05
(Date)

18 NAME: Raymond Lee Corkum
19 ADDRESS: 6731 Sandra Drive
20 CITY: Port Richey, FL 34668
21 PHONE: (727) 423-8130