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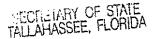


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CR2E031(7/97)

ARTICLES OF INCORPORATION



The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I- NAME: The name of the corporation shall be:

DIVINE POOLS & SPAS INC.

<u>ARTICLE II- PRINCIPAL OFFICE:</u> The principal place of business and mailing of this corporation shall be:

9146 NW 120 ST HIALEAH GARDENS, FL 33018

<u>ARTICLE III-PURPOSE</u>: The Corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida

<u>ARTICLE IV-SHARES</u>: The number of shares of stocks that this corporation is authorized to have outstanding at any one time is:

This corporation is authorized to issue 500 shares of \$ 5.00 par value common stock

ARTICLE V-INITIAL REGISTERED AGENT AND STREET ADDRESS
The name and address of the initial registered agent is:

CARLOS TORRES 9146 NW 120 ST HIALEAH GARDENS, FL 33018

ARTICLE VI - INCORPORATOR(S)

The name(s) and street address (es) of the incorporator(s) to these Articles of Incorporation is (are):

CARLOS TORRES 9146 NW 120 ST HIALEAH GARDENS, FL 33018

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 22nd day of August, 2005

Signature

Signature

ARTICLE VI - DIRECTOR(S)

The name(s) and street address (es) of the director(s) to these Articles of Incorporation is (are):

CARLOS TORRES-President, Vice President 9146 NW 120 ST HIALEAH GARDENS, FL 33018

FILED

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATIONS OF REGISTERED AGENT/REGISTERED OFFICE

Having been named as Registered Agent and to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Registered Agent