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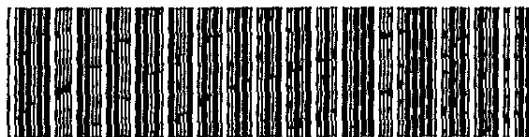
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Shivers SEP 12 2005

## TRANSMITTAL LETTER

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

SUBJECT: AQUANOX, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00      ☒ \$78.75  
Filing Fee      Filing Fee  
                    & Certificate of Status

☐ \$78.75      ☐ \$87.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
                                    & Certificate of  
                                    Status  
**ADDITIONAL COPY REQUIRED**

FROM: MICHAEL R. FREEMAN  
Name (Printed or typed)

512 SE 9TH PLACE  
Address

CAPE CORAL, FLORIDA 33990-5632  
City, State & Zip

239-229-2858  
Daytime Telephone number

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TALLAHASSEE, FLORIDA

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NOTE: Please provide the original and one copy of the articles.

## ARTICLES OF INCORPORATION

### ARTICLE I NAME

The name of the corporation shall be:

**AQUANOX, INC.**

### ARTICLE II PRINCIPAL OFFICE

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

**512 SE 9TH PLACE, CAPE CORAL, FLORIDA 33990-5623.**

### ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

**TO INSPECT, BALANCE, CLEAN, AND ADJUST CHEMICALS IN RESIDENTIAL SWIMMING POOLS.**

### ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100.

### ARTICLE V OFFICERS/DIRECTORS

The initial directors of the corporation are:

**PRESIDENT**  
**MICHAEL R. FREEMAN**  
**512 SE 9TH PLACE**  
**CAPE CORAL, FLORIDA 33990-5632**

**SECRETARY**  
**CHARLOTTE A. FREEMAN**  
**512 SE 9TH PLACE**  
**CAPE CORAL, FLORIDA 33990-5632**

### ARTICLE VI INDEMNITY

THE CORPORATION SHALL INDEMNIFY ITS DIRECTORS, OFFICERS AND EMPLOYEES AS FOLLOWS:

- (A) EVERY DIRECTOR, OFFICER OR EMPLOYEE OF THE CORPORATION SHALL BE INDEMNIFIED BY THE CORPORATION AGAINST ALL EXPENSES AND LIABILITIES, INCLUDING COUNSEL FEES, REASONABLY INCURRED BY OR IMPOSED UPON HIM/HER IN CONNECTION WITH ANY PROCEEDING TO WHICH HE/SHE MAY BE MADE A PARTY, OR IN WHICH HE/SHE MAY BECOME INVOLVED, BY REASON OF BEING OR

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HAVING BEEN A DIRECTOR, OFFICER, EMPLOYEE OR AGENT OF THE CORPORATION, OR IS OR WAS SERVING AT THE REQUEST OF THE CORPORATION AS A DIRECTOR, OFFICER, EMPLOYEE OR AGENT OF THE CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST OR ENTERPRISE, OR ANY SETTLEMENT THEREOF, WHETHER OR NOT HE/SHE IS A DIRECTOR, OFFICER, EMPLOYEE OR AGENT AT THE TIME SUCH EXPENSES ARE INCURRED, EXCEPT IN SUCH CASES WHEREIN THE DIRECTOR, OFFICER OR EMPLOYEE IS ADJUDGED GUILTY OF WILLFUL MISFEASANCE OR MALFEASANCE IN THE PERFORMANCE OF HIS/HER DUTIES; PROVIDED THAT IN THE EVENT OF A SETTLEMENT THE INDEMNIFICATION HEREIN SHALL APPLY ONLY WHEN THE BOARD OF DIRECTORS APPROVES SUCH SETTLEMENT AND REIMBURSEMENT AS BEING FOR THE BEST INTEREST OF THE CORPORATION.

- (B) THE CORPORATION SHALL PROVIDE TO ANY PERSON WHO IS OR WAS A DIRECTOR, OFFICER, EMPLOYEE OR AGENT OF THE CORPORATION OR IS OR WAS SERVING AT THE REQUEST OF THE CORPORATION AS A DIRECTOR, OFFICER, EMPLOYEE OR AGENT OF THE CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST OR ENTERPRISE, THE INDEMNITY AGAINST EXPENSES OF SUIT, LITIGATION OR OTHER PROCEEDINGS WHICH IS SPECIFICALLY PERMISSIBLE UNDER APPLICABLE LAW.
- (C) THE BOARD OF DIRECTORS MAY, IN ITS DISCRETION, DIRECT THE PURCHASE OF LIABILITY INSURANCE BY WAY OF IMPLEMENTING THE PROVISIONS OF THIS ARTICLE.

## **ARTICLE VII    CONTRACTS, LOANS, CHECKS, AND DEPOSITS**

SECTION 1. CONTRACTS. THE BOARD OF DIRECTORS MAY AUTHORIZE ANY OFFICER OR OFFICERS, AGENT OR AGENTS, TO ENTER INTO ANY CONTRACT OR EXECUTE AND DELIVER ANY INSTRUMENT IN THE NAME OF AND ON BEHALF OF THE CORPORATION, AND SUCH AUTHORITY MAY BE GENERAL OR CONFINED TO SPECIFIC INSTANCES.

SECTION 2. LOANS. NO LOANS SHALL CONTRACTED ON BEHALF OF THE CORPORATION AND NO EVIDENCES OF INDEBTEDNESS SHALL BE ISSUED IN ITS NAME UNLESS AUTHORIZED BY A RESOLUTION OF THE BOARD OF DIRECTORS. SUCH AUTHORITY MAY BE GENERAL OR CONFINED TO SPECIFIC INSTANCES.

SECTION 3. CHECKS, DRAFTS, ETC. ALL CHECKS, DRAFTS OR OTHER ORDERS FOR THE PAYMENT OF MONEY, NOTES OR OTHER EVIDENCES OF INDEBTEDNESS ISSUED IN THE NAME OF THE CORPORATION, SHALL BE SIGNED BY SUCH OFFICER OR OFFICERS, AGENT OR AGENTS OF THE CORPORATION AND IN SUCH MANNER AS SHALL FROM TIME TO TIME BE DETERMINED BY RESOLUTION OF THE BOARD OF DIRECTORS.

SECTION 4. DEPOSITS. ALL FUNDS OF THE CORPORATION NOT OTHERWISE EMPLOYED SHALL BE DEPOSITED FROM TIME TO TIME TO THE CREDIT OF THE CORPORATION IN SUCH BANKS, TRUST COMPANIES OR OTHER DEPOSITORY AS THE BOARD OF DIRECTORS MAY SELECT.

## **ARTICLE VIII    REGISTERED AGENT**

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

**MISTY L. ROSE  
935 37<sup>TH</sup> AVENUE  
VERO BEACH, FLORIDA 32960  
LOCATED IN THE COUNTY OF INDIAN RIVER**

**ARTICLE IX INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is

**MICHAEL R. FREEMAN  
512 SE 9TH PLACE  
CAPE CORAL, FLORIDA 33990-5623.**

\*\*\*\*\*

I hereby accept the appointment as registered agent and agree to act in this capacity.

Signature: Misty L. Rose  
MISTY L. ROSE, REGISTERED AGENT

Date SEPTEMBER 6, 2005

Signature: Michael R. Freeman  
MICHAEL R. FREEMAN, INCORPORATOR

Date SEPTEMBER 6, 2005

The document was prepared by: MICHAEL R. FREEMAN, 512 SE 9TH PLACE, CAPE CORAL,  
FLORIDA 33990-5623. 239.229.2858

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