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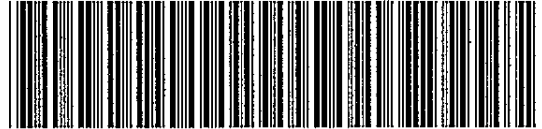
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MRS
9/30

JUSTIN EDWARD BEALS
ATTORNEY AT LAW

BRICKELL BAYVIEW CENTRE
SUITE 2510
80 SOUTHWEST 8TH STREET
MIAMI, FLORIDA 33130

TEL: (305) 379-0854
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September 27, 2005

SECRETARY OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: ARTICLES OF INCORPORATION

Gentlemen:

Enclosed please find Articles of Incorporation for POOL SHADE, INC. and our office check in the amount of \$70.00 to cover the filing fee and fee for registered agent designation. Also enclosed is a self-addressed stamped envelope for the return of a conformed copy of the Articles after recording.

Very truly yours,

Justin Edward Beals

JEB/sel
Enclosure

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 SEP 29 PM 4:45

**ARTICLES OF INCORPORATION
Of
POOL SHADE, INC.**

A Florida Corporation

BY THESE ARTICLES OF INCORPORATION, the INCORPORATOR named below, a natural person competent to contract, hereby forms a CORPORATION under the laws of the State of Florida.

ARTICLE I

NAME. The name of this CORPORATION is:

POOL SHADE, INC.

and the initial principal address of the CORPORATION is:

9750 Haitian Drive
Cutler Ridge, Florida 33189

ARTICLE II

TERM. This CORPORATION shall exist perpetually, unless dissolved according to law.

ARTICLE III

PURPOSE. The purpose for which this CORPORATION is organized is to engage in the design and installation of pool and patio shading devices and equipment; and also to carry on all other lawful activities in which a Florida Corporation may engage.

ARTICLE IV

REGISTERED OFFICE AND AGENT. The street address of the initial registered office of this CORPORATION is:

**Brickell Bayview Centre
80 S.W. 8th Street
Suite 2510
Miami, FL 33130**

and the name of the initial registered agent at such address is:

JUSTIN EDWARD BEALS, ESQ.

ARTICLE V

BOARD OF DIRECTORS. The CORPORATION shall have no less than one (1) member of the initial Board of Directors. The number of Directors may be increased or decreased from time to time pursuant to the By-Laws of the CORPORATION, but shall never be less than one. The name and post office address of the member of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, the By-Laws, and the laws of the State of Florida, shall hold office for the first year of the CORPORATION's existence, or until his successor is elected and shall have qualified, is as follows:

NAME

Andrew S. Donnelly

ADDRESS

**9750 Haitian Drive
Cutler Ridge, FL 33189**

ARTICLE VI

CAPITAL STOCK. The aggregate number of shares of stock that this CORPORATION shall have authority to issue is one thousand (1,000) shares of one dollar (\$1.00) per share par value common stock. The CORPORATION shall have only one class of stock.

ARTICLE VII

INCORPORATOR. The name and address of the INCORPORATOR is:

NAME

JUSTIN EDWARD BEALS

ADDRESS

**BRICKELL BAYVIEW CENTRE
80 S.W. 8TH STREET
SUITE 2510
MIAMI, FL 33130**

IN WITNESS WHEREOF, the undersigned, being the INCORPORATOR of this CORPORATION, has executed these Articles of Incorporation.

DATED on SEPT. 27th, 2005.


JUSTIN EDWARD BEALS

State of FLORIDA)
)ss:
County of Miami-Dade)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **JUSTIN EDWARD BEALS** known to me to be the person(s) described in and who executed the foregoing **ARTICLES OF INCORPORATION**, who acknowledged before me that he executed the same, that I relied upon the following form(s) of identification of the above-named person(s): personally known and that an oath (was)(was not) taken.

Notary Seal



Witness my hand and official seal in the County and State last aforesaid this 27 day of September 2005.


NOTARY PUBLIC SIGNATURE

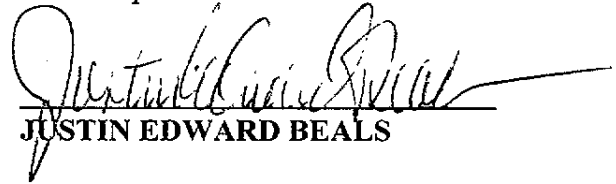
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A Florida Corporation

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CONSENT OF REGISTERED AGENT

Having been named to accept service of process for the above Corporation at the address designated in the **ARTICLES OF INCORPORATION**, **JUSTIN EDWARD BEALS** hereby accepts and agrees to serve as registered agent and agrees to comply with the provisions of the Florida Statutes, as amended, relative to keeping said office open.


JUSTIN EDWARD BEALS