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To: Division of Corporations
Fax Number : (850) 203-0381

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
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FLORIDA PROFIT/NON PROFIT CORPORATION

BLUE WATER POOL HEATING SERVICES, INC.

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STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
BLUE WATER POOL HEATING SERVICES, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is Blue Water Pool Heating Services, Inc.

ARTICLE II

The existence of the corporation shall begin on January 27, 2006.

ARTICLE III

The street address and mailing address of the principal office of the Corporation is 1085 Fergus Lane, Punta Gorda, Florida 33983.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 5000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. The par value is \$1.00.

ARTICLE V

The initial street address of the Corporation's registered office is 1085 Fergus Lane, Punta Gorda, Florida 33983. The initial registered agent for the Corporation at that address is William Thompson, Jr.

ARTICLE VI

The initial board of directors shall consist of one member. The name and address of the person who will serve on the initial board of directors is:

NAME

ADDRESS

William Thompson, Jr.

1085 Fergus Lane
Punta Gorda, Florida 33983

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CLERK OF STATE
TALLAHASSEE FLORIDA

ARTICLE VII

The name and street address of the person signing these articles of incorporation is:

NAME

ADDRESS

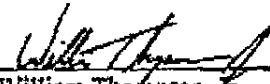
William Thompson, Jr.

1085 Fergus Lane
Punta Gorda, Florida 33983

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

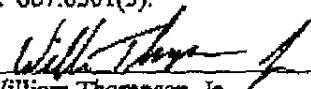
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26th day of January, 2006.



William Thompson, Jr.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for *Blue Water Pool Heating Services, Inc.* at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).



William Thompson, Jr.

Date: January 9, 2006.