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FLORIDA PROFIT/NON PROFIT CORPORATION

d & a pool service, inc.

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ARTICLES OF INCORPORATION

OF

D & A POOL SERVICE, INC.

In Compliance with the requirements of the Florida Statute Chapter 607, the undersigned, being a natural person, does hereby act as an 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 is: D & A POOL SERVICE, INC.

ARTICLE II

The mailing address of the corporation is: 760 NE 182 STREET
N. MIAMI BEACH, FL 33162

ARTICLE III

The maximum number of shares this corporation is authorized to issue is ONE HUNDRED (100), 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 upon all matters on which shareholders have the right to vote.

ARTICLE IV

The purpose of this corporation shall be to engage in POOL SERVICES and other general purpose authorized by Florida Statute Chapter 607.

ARTICLE V

The initial street address of the corporation's principal office is:

760 NE 182 STREET
N. MIAMI BEACH, FL 33162

The Registered Agent for the corporation is:

J. GARCIA AND ASSOCIATES, PA
4801 S. UNIVERSITY DR. SUITE 302
DAVIE, FL 33328

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TALLAHASSEE, FLORIDA

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ARTICLE VI

The initial Board of Directors shall consist of ONE (1) member. The name and address who will serve on the initial Board of Director are:

DONARDO NUNEZ
760 NE 182 STREET
N. MIAMI BEACH, FL 33162

ARTICLE VII

The name and address of the person signing these Articles of Incorporation is:

NAME:

ADDRESS:

DONARDO NUNEZ

760 NE. 182 STREET
N. MIAMI BEACH, FL 33162

ARTICLE VIII

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

ARTICLE IX

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may, from time to time, be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares equals at the time of issue bears the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay

for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of the shares, and inviting him to exercise his preemptive rights. The right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

ARTICLE X

MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special, regular, or annual meeting of the Board of Directors by means of conference telephones or similar communications equipment as provided by Florida Statute 607.0820(4).

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this March 2, 2006



DONARDO NUNEZ

TOTAL P.04

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process of D & A POOL SERVICE INC as designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statute 607.0501(3).

Shane Garcia
GARCIA AND ASSOCIATES, PA

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