

**Electronic Articles of Incorporation
For**

P06000106805
FILED
August 11, 2006
Sec. Of State
jshivers

QUALITY POOLS & SPAS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

QUALITY POOLS & SPAS, INC.

Article II

The principal place of business address:

7290 WESTWOOD ACRES
FT MYERS, FL. US 33905

The mailing address of the corporation is:

2170 MALIBU LAKE CIRCLE
#1422
NAPLES, FL. US 34119

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

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

RALPH D VANDERBEEK
2170 MALIBU LAKE CIRCLE
#1422
NAPLES, FL. 34119

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: RALPH D. VANDERBEEK

Article VI

The name and address of the incorporator is:

RALPH D. VANDERBEEK
2170 MALIBU LAKE CIRCLE
#1422
NAPLES, FLORIDA 34119

Incorporator Signature: RALPH D. VANDERBEEK

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: CEO
RALPH D VANDERBEEK
2170 MALIBU LAKES CIRCLE #1422
NAPLES, FL. 34119 US

Title: PRES
ALFONSO ACOSTA
7290 WESTWOOD ACRES
FT MYERS, FL. 33905 US