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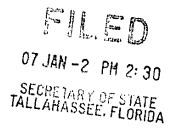
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COVER LETTER

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

SUBJECT:	POOL KARE, INC.			
	(PROPOSED CORPORATE			
S70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy	\$87.50 Filing Fee, Certified Copy & Certificate of	
FROM:	Name (Olson, Jr. (Printed or typed)		
	462 Kingsley Avenue, Suite 101 Address			
	Orange Park, Florida 32073 City, State & Zip			
	(904) 269-0050 Daytime Telephone number			
· .	Dayung IV			

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



ARTICLES OF INCORPORATION OF POOL KARE, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - Name

The name of this corporation shall be:

POOL KARE, INC.

ARTICLE II-Officers

The officer of this corporation shall be:

GEORGE THOMAS CREWS, President

ARTICLE III - Principal Office

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

Principal Office
3813 Karissa Ann Place E.
Jacksonville, Florida 32223

Mailing Address
P.O. Box 17451
Jacksonville, Florida 32245

ARTICLE IV - Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1,000

The corporation is authorized to issue only one class of shares of stock. The aggregate number of shares that the corporation is authorized to issue is 1,000 shares. The aggregate par value of the shares is One Thousand Dollars (\$1,000.00), and the par value of each share is \$1.00. No distinction shall exist between the shares of the corporation or between the holders of such shares.

ARTICLE V - Indemnification

The Corporation shall indemnify each officer and Director, including former officers and directors, to the full extent permitted by law including but not limited to Florida Statute Section 607.0850.

ARTICLE VI- Commencement of Corporate Existence

In accordance with Section 607.0203, Florida Statutes the date when corporate existence shall commence when filed with Florida Secretary of State, The Division of Corporation.

ARTICLE VII - Initial Registered Agent and Address

The name and address of the initial registered agent is:

John F. Tolson, Jr. 462 Kingsley Avenue, Suite 101 Orange Park, FL 32073

ARTICLE VIII - Incorporator

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

John F. Tolson, Jr. 462 Kingsley Avenue, Suite 101 Orange Park, FL 32073

The undersigned has executed these Articles of Incorporation this 29thday of December, 2006.

olan F. Tolson, Jr.

Incorporator

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is:

POOL KARE, INC.

2. The name and address of the Registered Agent and office is:

John F. Tolson, Jr. 462 Kingsley Ave., Suite 101 Orange Park, FL 32073 OT JAN 2 PA 2:30

John F. Tolson, Jr. Title: Incorporator

Date: December 29th, 2006

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

lohn F. Tolson, Jr:

Date: December 29th, 2006