

**P07000032037**

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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**ATLANTIC POOL COMPANY, INC.**

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**ARTICLES OF INCORPORATION  
OF  
ATLANTIC POOL AND SPA SERVICES, INC.**

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TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby acts 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: ATLANTIC POOL AND SPA SERVICES, INC.

**ARTICLE II**

The street address of the principal office of the Corporation is: 22070 Woodset Way, Boca Raton, Florida 33428.

**ARTICLE III**

The maximum number of shares this Corporation is authorized to issue is 1000, all of which shall be Common Shares.

**ARTICLE IV**

The initial street address of the Corporation's registered office is: 2385 Executive Center Drive, Suite 190, Boca Raton, Florida, 33431. The initial registered agent for the Corporation at that address is: Ian M. Berkowitz.

**ARTICLE V**

The initial board of directors shall consist of two persons. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The name and address of the persons who will serve on the initial board of directors are:

Name	Address
Thomas Stallone	22070 Woodset Way Boca Raton, FL 33428
Diana M. Stallone	22070 Woodset Way Boca Raton, FL 33428

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#### ARTICLE VI

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

Name

Address

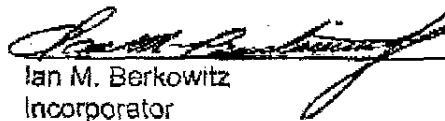
Ian M. Berkowitz

2385 Executive Center Drive  
Suite 190  
Boca Raton, Florida 33431

#### ARTICLE VII

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

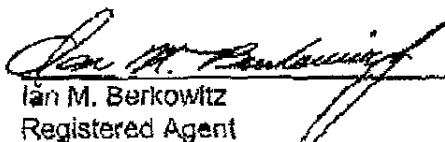
The undersigned incorporator has executed these articles of incorporation.

  
Ian M. Berkowitz  
Incorporator

3-9-07  
Date

#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Atlantic Pool and Spa 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.

  
Ian M. Berkowitz  
Registered Agent

3-9-07  
Date

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