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(Business Entity Name)

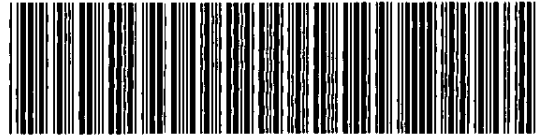
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LAW OFFICES OF
WEINSTEIN & SCHARF, P.A.

LAWRENCE WEINSTEIN
ALSO ADMITTED PENNSYLVANIA BAR
ROBERT D. SCHARF

OF COUNSEL
RICHARD J. KAPLAN

COLONIAL BANK PLAZA
SUITE 402
1999 UNIVERSITY DRIVE
CORAL SPRINGS, FLORIDA 33071

BROWARD (954) 755-4011
PALM BEACH (561) 738-0900
FACSIMILE (954) 345-8793

PLEASE REPLY TO: CORAL SPRINGS

WEST PALM BEACH OFFICE
WACHOVIA BANK BUILDING, SUITE 201
5849 OKEECHOBEE BOULEVARD
WEST PALM BEACH, FL 33417

DELRAY BEACH OFFICE
298 NORTHEAST 2ND AVENUE
(PINEAPPLE WAY)
DELRAY BEACH, FL 33444

SATELLITE OFFICES
FORT LAUDERDALE
POMPANO BEACH
PLANTATION

September 2, 2009

Department of State
Division of Corporations
Corporate Filings
PO BOX 6327
Tallahassee, FL 32314

RE: Emerald Isle Pools & Spas of Florida, Inc.

To whom it may concern:

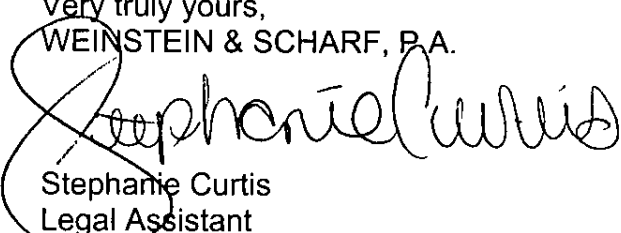
Enclosed please find the following in connection with the above-referenced corporation:

1. Articles of Incorporation of Emerald Isle Pools & Spas of Florida, Inc.
2. Check number 19419 in the amount of \$78.75 representing filing fees, registered agent designation and one certified copy.
3. Self-addressed stamped envelope.

Please file the above-referenced Articles of Incorporation and forward the certified copy to our office in the self-addressed stamped envelope we have provided for you.

If you have any questions, please do not hesitate to contact our office.

Very truly yours,
WEINSTEIN & SCHARF, P.A.



Stephanie Curtis
Legal Assistant
Enclosure(s) as noted

ARTICLES OF INCORPORATION
OF
EMERALD ISLE POOLS & SPAS OF FLORIDA, INC.

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TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is **EMERALD ISLE POOLS & SPAS OF FLORIDA, INC.**, with its initial principal office and mailing address of 10268 N.W. 63rd Avenue, Parkland, Florida, 33067.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

1. The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be Seventy Five Hundred (7,500) shares of common stock having a par value of One Dollar (\$1.00) per share.

2. The capital stock may be paid for by the property, labor or services, at a just valuation to be fixed by the incorporators, or by the Directors at a meeting called for such purpose, or at the organization meeting.

3. Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor or services, to be fixed by the Directors of the company. Stock in other corporations or going businesses may be

purchased by the corporation in return for the issuance of its capital stock, and said purchase shall be on such basis and for such consideration and the issuance of so much of the capital stock as the Directors of the company may decide.

ARTICLE V

The amount of capital with which this corporation will begin business shall not be less than Five Hundred Dollars and No Cents (\$500.00).

ARTICLE VI

The street address of the initial registered office of this corporation is 1999 University Drive, Suite 402, Coral Springs, Florida, 33071, and the name of the initial Registered Agent of this corporation at that address is ROBERT D. SCHARF, ESQ. The Registered Agent and Registered Office may be changed from time to time by filing with the Secretary of State of Florida, a Certificate designating a new Registered Agent and/or a new Registered Office without the necessity of amending these Articles of Incorporation.

ARTICLE VII

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The name and address of each of the members of the initial Board of Directors, who unless otherwise provided by the By-Laws of the corporation, shall hold office for the first year of existence of the corporation or until successors are elected or appointed and have duly qualified are as follows:

NAME:

EDWARD FITZ-GERALD

ADDRESS

10268 N.W. 63rd Avenue
Parkland, Fl 33067

ARTICLE VIII

The name and address of each person signing these Articles as an Incorporator are as follows:

NAME:

ROBERT D. SCHARF, ESQ.

ADDRESS

1999 University Drive, 402
Coral Springs, Fl 33071

ARTICLE IX

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE X

The stockholder of this corporation may divide themselves into groups for the purpose of obtaining unit control in the corporation; and when any agreement is made between stockholders owning at least eighty percent (80%) of the stock then outstanding in the corporation, such agreement shall be binding upon the corporation, and shall be recognized by the Directors and shall be observed by the Officers and Agents of the corporation; and particularly, the stockholders are authorized to include in such agreement entered into between themselves provisions which will confer upon individual groups of power to elect certain numbers of directors, and in particular, stockholders may include in the agreement between themselves the following as valid matters of agreement, to wit:

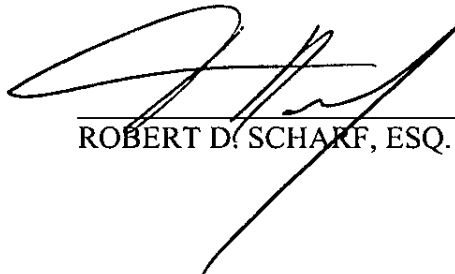
1. The manner and method in which and the persons by whom directors may be elected;
2. Any limitation upon the transferability or assignment of the stock;

3. The conferring or preemptive rights of purchase upon the stockholders as conditions precedent to the sale of any other stock;

4. Any matter related to effectuating the purposes included in any of the foregoing matters.

Agreements between the stockholders shall continue to be binding upon the corporation until there is filed with the President and Secretary of the corporation, in duplicate, a written instrument, signed by the persons who originally created such Stockholder's Agreements (or their successor in ownership, providing such succession in ownership shall have been accomplished in accordance with the terms of the Stockholder's Agreements) consenting to the revocation and cancellation of the Agreements among the stockholders.

EXECUTED by the undersigned at Coral Springs, Broward County, Florida, on this 2nd day of September 2009.

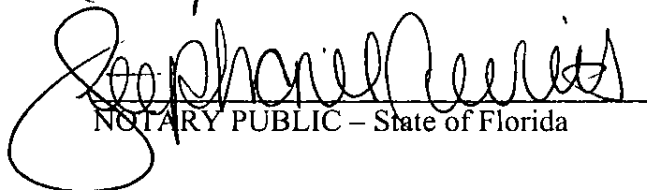

ROBERT D. SCHARF, ESQ.

STATE OF FLORIDA
COUNTY OF BROWARD

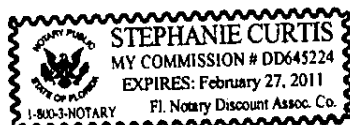
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TALLAHASSEE FLORIDA

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared ROBERT D. SCHARF, ESQ., to me personally known or has produced drivers license as identification, who executed and acknowledged the foregoing Articles of Incorporation, under oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Coral Springs, Broward County, Florida, this 2nd day of September 2009.


NOTARY PUBLIC - State of Florida

My commission expires:

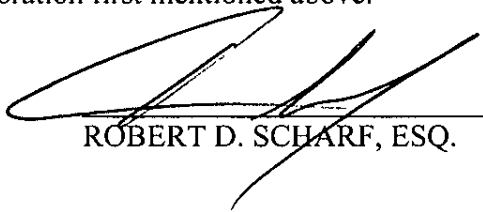


**CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED
OFFICE FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That EMERALD ISLE POOLS & SPAS OF FLORIDA, INC., desiring to organize or qualify under the laws of the State of Florida, has named, ROBERT D. SCHARF, ESQ., as its Registered Agent to accept service of process within Florida, at 1999 University Drive, Suite 402, Coral Springs, Florida, 33071, which address is also designated as the registered office of the corporation first mentioned above.

DATED: September 2, 2009


ROBERT D. SCHARF, ESQ.

Having been named Registered Agent to accept service of process for the above stated corporation, at the place designated in this Certification, ROBERT D. SCHARF, ESQ., hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of such duties.

DATED: September 2, 2009


ROBERT D. SCHARF, ESQ.

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