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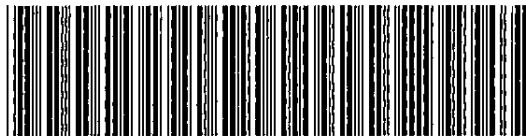
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Inc

1. Quality Direct Pool Supplies, Inc.  
(CORPORATE NAME AND DOCUMENT #)

2. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

3. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

4. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

5. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

6. \_\_\_\_\_  
(CORPORATE NAME AND DOCUMENT #)

**SPECIAL INSTRUCTIONS:**

\_\_\_\_\_  
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\_\_\_\_\_

ARTICLES OF INCORPORATION  
OF  
QUALITY DIRECT POOL SUPPLIES, INC.

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ARTICLE I.

NAME

EFFECTIVE DATE 9/2/10

The name of this corporation is Quality Direct Pool Supplies,  
Inc.

ARTICLE II.

PRINCIPAL OFFICE

The principal office and mailing address of this corporation  
is 1555 Huntington Lane, Clearwater, Florida 33755.

ARTICLE III.

DURATION; EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of  
September 2, 2010.

ARTICLE IV.

PURPOSES

This corporation may engage in any activity or business  
permitted under the laws of the United States of America and of  
this State.

ARTICLE V.

CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000)  
shares of \$1.00 par value common stock.

ARTICLE VI.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are Joel D. Bronstein, 150 2<sup>nd</sup> Avenue North, Suite 1100, St. Petersburg, Florida 33701. The Registered Agent, by his execution of these Articles of Incorporation as incorporator, accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative thereto, including the obligations of § 607.0501, Florida Statutes.

ARTICLE VII.

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation are Michelle Knapp, 1555 Huntington Lane, Clearwater, Florida 33755.

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation are Joel D. Bronstein, 150 Second Avenue North, Suite 1100, St. Petersburg, Florida 33701.

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ARTICLE IX.

AMENDMENT


This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X.

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 7<sup>th</sup> day of September, 2010.

  
\_\_\_\_\_  
Joel D. Bronstein  
Incorporator and Registered Agent