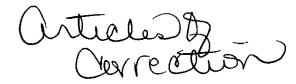
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ARTICLES OF CORRECTION TO ARTICLES OF INCORPORATION OF

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QUALITY DIRECT POOL SUPPLIES, INC. 2010 SEP 17 PH 2:48

The undersigned as the Incorporator of Quality Direct Pool Supplies, Inc., a Florida corporation (the "Corporation"), pursuant 18695607.0124, Florida Statutes before the issuance of any shares of stock and before the organizational meeting of the initial Board of Directors hereby adopts the following Articles of Correction:

- 1. The name of the corporation is Quality Direct Pool Supplies, Inc., a Florida corporation which Articles of Incorporation were filed effective September 2, 2010, as document number P100000738040. These Articles of Correction
- 2. Article V of the Corporation's Articles of Incorporation is inaccurate in that it does not reflect the correct capital stock of the Corporation.
- 3. Article V of the Corporation's Articles of Incorporation hereby corrected in its entirety so as to read, after correction, as follows:

## "ARTICLE V CAPITAL STOCK

This corporation shall be authorized to issue two classes of stock: Class A Voting Common and Class B Non-Voting Common. Said classes of stock shall be identical in all respects except that shareholders owning Class B Non-Voting Common stock shall have no voting rights of any kind or nature whatsoever. The par value and authorized issue of such classes of stock are as follows:

## PAR VALUE AUTHORIZED ISSUE

Class A Voting Common \$1.00 per share 10 shares Class B Non-Voting Common \$1.00 per share 9,990 shares"

IN WITNESS WHEREOF, the undersigned as the Incorporator has executed and signed these Articles of Correction this 15, day of September 15, 2010.

Joel D. Bronstein, Incorporato

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