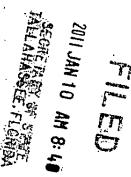
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(City/State/Zip/Phone #) PICK-UP WAIT MAIL (Business Entity Name)	01/10/1101039005 **35
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Bronstein, Carlson, Gleim, Shasteen & Smith, P.A.

Joel D. Bronstein Board Certified in Tax Law

Suite 1100 150 Second Avenue North St. Petersburg, Florida 33701-3355 (2) And the state of t

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(727) 898-6688 Fax (727) 898-8811

Susan W. Carlson Board Certified in Tax Law-

Holger D. Gleim Board Certified in Wills, Trusts & Estates

Writer's E-Mail Address: sthomas@bcgs-law.com

Philip M. Shasteen

Thomas B. Smith Board Certified in Health Law

Refer to File No.

Writer's Direct Dial No.

20101061

(727) 898-6690

January 5, 2011

Registered Agent/Address Section Bureau of Corporate Records Division of Corporations Department of State P.O. Box 6327 Tallahassee, FL 32314

Quality Direct Pool Supplies, Inc.

Gentlemen:

Enclosed please find two originals of the Change of Registered Office and Agent documents for the referenced Florida corporation along with our firm's check in the amount of \$35.00 representing the filing fee.

Please acknowledge filing of this document by stamping one of the originals and returning same to me.

If you have any questions in connection with the documents, or need further information, please contact me by telephone rather than returning the document.

Very truly yours,

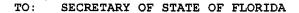
Sue Thomas, CP, FRP

Paralegal to Joel D. Bronstein

ST/sb Enclosures

CHANGE OF REGISTERED OFFICE AND AGENT OF

QUALITY DIRECT POOL SUPPLIES, INC.



- 1. The name of the Corporation is Quality Direct Pool Supplies, Inc.
- The current registered office is located at 150 2nd Avenue North, Suite 1100, St. Petersburg, Florida 33701.
- The registered office will be changed to 1555 Huntington Lane, Clearwater, Florida 33755.

THIS IS THE CORRECT MAILING AND PRINCIPAL ADDRESS OF THE CORPORATION. PLEASE CHANGE YOUR RECORDS ACCORDINGLY.

- 4. The current registered agent is Joel D. Bronstein.
- 5. The successor registered agent will be Michelle Knapp.
- 6. The street address of the Corporation's registered office and the business office of its registered agent, as changed above, will be identical.
- 7. All changes made above have been authorized by resolutions duly adopted by the Corporation's Board of Directors.
- 8. All changes made above have been made by an officer of the Corporation authorized to do so by the Board of Directors.

DATED: NOV [9 , 2010.

Quality Direct Pool Supplies, Inc.

2011 JAN 10 AM 8: 40

Bv :

Michelle Knapp, President

ACKNOWLEDGMENT

I hereby accept appointment as Registered Agent of Apex Acquisition, Inc. Pursuant to Section 607.0501, Florida Statutes, I agree to act in this capacity, and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of 607.0505, Florida Statutes.

Dated: (\)(\) | (\) 2010

Michelle Knapp

Registered Agent