

**Electronic Articles of Incorporation
For**

P11000014082
FILED
February 09, 2011
Sec. Of State
scollins

UNIVERSAL POOL & SPA INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

UNIVERSAL POOL & SPA INC.

Article II

The principal place of business address:

4409 S. SEMORAN BLVD.
SUITE # 6
ORLANDO, FL. 32822

The mailing address of the corporation is:

4409 S. SEMORAN BLVD.
SUITE # 6
ORLANDO, FL. 32822

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

500

Article V

The name and Florida street address of the registered agent is:

BARGAIN LOT! INC.
15265 E COLONIAL DRIVE
1ST FLOOR STORE
ORLANDO, FL. 32826

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: ANDY WILLIAM BOSCH

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Article VI

The name and address of the incorporator is:

TEXO Y GALAN SALGADO
4409 S SEMORAN BLVD.
SUITE # 6
ORLANDO, FL 32822

Electronic Signature of Incorporator: TEXO Y GALAN

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
TEXO Y GALAN
4409 S SEMORAN BLVD. SUITE # 6
ORLANDO, FL. 32822

Title: VP
CARMEN NAVEDO
4409 S SEMORAN BLVD. SUITE # 6
ORLANDO, FL. 32822

Article VIII

The effective date for this corporation shall be:

02/09/2011