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**FLORIDA PROFIT/NON PROFIT CORPORATION
ACUAPOLS, INC.**

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**ARTICLES OF INCORPORATION
OF
ACUAPOLS, INC.**

THE UNDERSIGNED, has executed the following document as incorporator of the above name corporation, a corporation organized under the law of the State of Florida, all right, duties and obligations of the undersigned as incorporator, and those of the incorporation. Are to be determined in accordance with the laws of the State of Florida.

Article I

The name of the corporation shall be:

ACUAPOLS, INC.

The principal address and mailing address of the corporation shall be:

**11810 SW 176TH STREET
MIAMI, FL 33177**

ARTICLE II

This corporation shall commence existing upon the file of these articles of incorporation by the Department of State of Florida, and shall have perpetual existence.

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ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully an t o the same extend as natural persons might do, wit:

- 1) Transact any and all lawful business.
- 2) Said corporation shall further have powers:
 - a) To have perpetual succession by its corporate name;
 - b) To sue and be sued, complain, and defend in its corporate name in all actions or proceeding;
 - c) To have a corporation see as, which may be altered at pleasure and to use the same by causing it, or facsimile thereof, to be impressed, affixed, or in any other manner reproduced;
 - d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;
 - e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of it property and assets;
 - f) To lend money to and use its credit to assist. Its officer and employees in accordance with Florida Statutes 607.141;
 - g) To purchase, take. Receive, subscribe for or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in an with, shares or other interest in, or obligations of, other domestic or foreign corporations, associations, partnership, or individuals, or direct or indirect obligations of the United State or any other government, state, governmental district, or municipality, or any instrumentality there of;
 - h) To contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its

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notes, bonds, and other obligations by mortgage or pledge of all or any of its property, franchise, and income;

- i) To lend money for its corporate purposes, invest and reinvests its funds, and take and hold real and personal property as security of the payment of funds so loaned or invest;
- j) To conduct its business, carry on its operations, and have office and exercise powers granted by this act within or without the state;
- k) To elect or appoint officers and agents of the corporation and define their deputies and fix their compensations;
- l) To make an alter by-laws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;
- m) To make donations for the public welfare or for charitable, scientific, or educational purposes;
- n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy;
- o) To pay pensions and establish pension plans, profits sharing plans, stock bonus plans, stock option plans, and other incentive plans for any of all of its directors, officers, and employees of its subsidiaries;
- p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;
- q) To have and exercise all powers necessary or convenient to affect its purpose;
- r) To indemnify any person who by reason of the fact that he is or was director, officer, employee, or agent of the corporation to the full extent as permitted by Florida statutes 607.01

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is the total of 100 shares, having an individual value of \$1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be one (1) class of stock of this corporation.

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ARTICLE V

The street address of the initial register officer and the name of the initial Resident Agent of this corporation shall be:

WALDEMAR FONTAINE
11810 SW 176TH STREET
MIAMI, FL 33177

ARTICLE VI

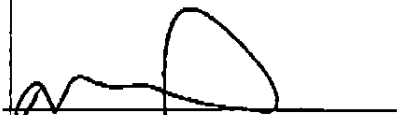
The Board of Director shall consist of a total of one persons, and the name and address of the persons is to serve as a Director is:

WALDEMAR FONTAINE
11810 SW 176TH STREET
MIAMI, FL 33177

The name and the address of the incorporator executing the Incorporation is:

WALDEMAR FONTAINE
11810 SW 176TH STREET
MIAMI, FL 33177

WALDEMAR FONTAINE


PRESIDENT

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ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts designation Registered Agent of Aquapools, Inc. and hereby agrees to comply with the laws governing said position and office. Acknowledgment of is hereby made that the Registered Agent is as follows:

In witness thereof, the undersigned Registered Agent has executed this Acceptance of Registered Agent this 15 days of January 2013.



Waldemar Fontaine

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