member Spectrum Financial Services group

Richard C. Fopiano

3307 Clark Road, State 204 Sarasota, Florida 34231 (813) 925-8296

Corpora Divisi Recor of Co porat ons er X Depart of ate Tallalassee, Florida 32314

RE: Pool Installation, Inc.

Gentlemen:

Enclosed herewith please find two (2) originals of Articles of Incorporation for the above corporation. Also enclosed is our check, in the amount of \$70.00, to cover the following costs:

Filing Fee Registered Agent Fee

\$ 35.00 35.00

TOTAL FEES

\$ 70.00

Please return a of the Articles of Incorporation to my attention.

Sincerely,

Richard C. Fopiano

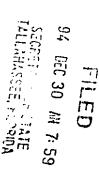
Spectrum Financial Services, Inc.

3307 Clark Road, Suite 204

Sarasota, FL 34231

Enclosures RCF:ms

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ARTICLES OF INCORPORATION

FILED

94 DEC 30 AH 7: 59

SECRETARY OF STATE
TALLAHASSEE, FLOODA

OF

POOL INSTALLATION, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be:

Pool Installation, Inc.

The principal place of business of this corporation shall be:

1732 Redwood Street Sarasota, Florida 34241

ARTICLE II - PURPOSE

The general purpose for which this corporation is organized shall be the transacting of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of common stock, each having a par value of one dollar (\$1.00).

ARTICLE IV - EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS AND DIRECTORS

The name(s) and street address(es) of the initial officer's) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected is (are):

NAME

ADDRESS

Michele L. Masters

1732 Redwood Street Sarasota, FL 34231

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

1732 Redwood Street Sarasota, FL 34231

and the name of the initial registered agent of this corporation at that address is:

Michele L. Masters

ARTICLE VII - INCORPORATOR (S)

The name(s) and street address(es) of the incorporator(s) of these articles of incorporation is (are):

Michele L. Masters 1732 Redwood Street Sarasota, FL 34231

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend, or repeal by-laws of this corporation shall be vested in either the Board of Directors or the shareholders; provided, however, the Board of Directors may not alter, amend, or repeal any by-laws adopted by the shareholders, if the shareholders specifically provide that the by-law is not subject to alteration, amendment, or repeal by the Board of Directors.

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 29 M day of 6 General, 1994.

Signature(s) of Incorporator(s)

Musters masters

STATE OF FLORIDA COUNTY OF SARASOTA

Michele L. Masters
(Name of Incorporator)

of:

Official Seat DAVID B. SPIEGEL Notary Public, State of Florida My Comm. Expires August 2, 1996 No. CC219264

Pool Installation, Inc. (Name of Corporation)

Notary Public

My Commission Expires: Au 2 1976

CONSENT OF RESIDENT AGENT

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation.

Incorporator

TO DEPARTM NT OF TA COOL OF TO STATE OF THE STATE OF THE

STATE OF FLORIDA OFFICE OF STATE TREASURER TALLAHASSEE FLORIDA

FUND	AMOUNT	REASON RETURNED	***** KEY	#**	***	*****	**
GENERAL REVENUE	0.00	INSUFFICIENT FUNDS		. <u>"</u>	*		
	1,082.50	ACCOUNT CLOSED		2	*	2	
	••••	UNCOLLECTED FUNDS		3	*	_	,
TOTAL **********	1,082.50	OTHER		 4	*		1

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	77	T	

GRAND TOTAL:	\$ 1,082.50		

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RECEIVED	AM 113 156		
) 18.	95 JAN 25		

Process Date: 01/12/95

The above named fund(s) has been reduced by the amount of this check(s) under authority of Section 215.34, F.S.

Bill Nation

MICHELE L. MASTERS
SARASOTA FL 34242 PH. (813) 748-8375
FL Official Sparser 1904/1905 U.S. (t.)
Nation: Bank of Florida (1997)
Bradenton, Florida (1997) ##969100277# 3514039364# 0420 ,10000000 7000,1 27/631 78



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 30, 1995

Michele L. Masters 1732 Redwood St. Sarasota, FL 34241

SUBJECT: POOL INSTALLATION, INC.

Ref. Number: P95000000339

Debit Memo #: 52317-B

This is to inform you that your check #210 dated November 23, 1994 in the amount of \$70.00 and submitted for POOL INSTALLATION, INC. has been returned to us by your bank because of Nonsufficient Funds.

We request that you remit a cashier's check or money order in amount of \$85.00 made payable to the Department of State. This amount will cover the unpaid check and the service fee required by law under section 215.34, Florida Statutes.

When sending the cashiers check or money order, please indicate the debit memo number and that it is a replacement for the returned check mentioned above.

Please note: The documents filed in this office with the returned check will be cancelled unless a replacement check is received within 30 days from the date of this letter. Send the replacement check to:

Division of Corporations Attn: Melinda Lilliston P.O. Box 6327 Tallahassee, FL 32314

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely Melinda Lilliston Administrative Assistant I Division of Corporations

Letter number: 795A00003780



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 7, 1995

Michele L. Masters 1732 Redwood St. Sarasota, FL 34241

SUBJECT: POOL INSTALLATION, INC.

Ref. Number: P95000000339

Debit Memo #: 52317-B

Due to your failure to respond to our previous letter advising you of the returned check #210, the Articles of Incorporation for POOL INSTALLATION, INC. have been cancelled and are considered not filed as of March 7, 1995.

The name of your corporation is now available for use.

If you have any questions concerning the returned check, please call (904) 487-6900.

Sincerely Melinda Lilliston Administrative Assistant I Division of Corporations

Letter number: 595A00010176