

CORPORATION INFORMATION
SERVICES, INC. *
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

800-342-8086

CS networks

P95000000626

DIVISION OF REGISTRATION

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 515196 9960A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 30, 1994

ORDER TIME : 9:32 AM

ORDER NO. : 515196

CUSTOMER NO: 9960A

CUSTOMER: Eugene G. Peek, III, Esq
PEEK & COBB, PA

1609 Gulf Life Tower

Jacksonville, FL 32207

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-01/06/95--01098--019
****122.50 ****122.50

DOMESTIC FILING

EFFECTIVE DATE
JAN 1 1995

NAME: PALACE POOLS SERVICE, INC.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

[Handwritten signature]
94 DEC 30 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

DMC 12/30/94



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 30, 1994

CORPORATION INFORMATION SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: PALACE POOLS SERVICE, INC.
Ref. Number: W94000027644

*resubmitting
all of these -
please give
original file
date.
Thanks,
Carena*

We have received your document for PALACE POOLS SERVICE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

This document contains two effective dates. Please correct your document.

Please return the enclosed check for \$122.50 or a newly issued check with your corrected document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 294A00054939

RECEIVED
95 JAN - 4 AM 10:26
DIVISION OF CORPORATIONS

FILED

94 DEC 30 PM 1:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
PALACE POOLS SERVICE, INC.**

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

ARTICLE I

EFFECTIVE DATE

NAME AND PLACE OF BUSINESS

JAN 1 1995

Section 1.1 Name and Place of Business. The name of this corporation is **PALACE POOLS SERVICE, INC.**, with its principal place of business at 394 Pablo Point Road, Jacksonville, Florida 32223.

ARTICLE II

DURATION

Section 2.1 Duration. This corporation shall exist perpetually. Corporate existence shall commence on the effective date for these Articles designated in Article IX hereof, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

ARTICLE III

PURPOSES

Section 3.1 Purposes. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 1,000,000 shares of voting common stock having a par value of \$.01 per share.

Section 4.2 Restrictions on Transfer of Stock. The shareholders may, by agreement or bylaw provision, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as is deemed necessary.

Section 4.3 Pre-emptive Rights. Each shareholder shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may, from time to time, be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he or she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty days of receiving notice in writing from the corporation, stating the prices, terms and conditions of the new issue of shares, and inviting the shareholder to exercise his or her pre-emptive rights. This right may also be waived by written waiver submitted by the shareholder to the corporation within thirty days of receiving said notice from the corporation.

Section 4.4 Issuance of Stock. No capital stock of this corporation shall be issued without the unanimous written consent of the directors, with such consent stating the price and terms to be paid for such stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 Name and Address. The street address of the initial registered office of this corporation is 1301 Riverplace, Suite 1609, and the name of the initial registered agent of this corporation at that address is Eugene G. Peek III.

ARTICLE VI

DIRECTORS

Section 6.1 Number. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one, or more than ten.

Section 6.2 Initial Directors. The name and street address of the members of the first board of directors of the corporation are:

<u>Name</u>	<u>Address</u>
Michael A. Paluszynski	394 Pablo Point Road Jacksonville, Florida 32225
Kay C. Paluszynski	394 Pablo Point Road Jacksonville, Florida 32225

Section 6.3 Indemnification. The corporation shall indemnify directors and officers to the full extent permitted by law.

ARTICLE VII

BYLAWS

Section 7.1 Bylaws. The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

ARTICLE VIII

INCORPORATION

Section 8.1 Name and Address. The name and street address of the incorporator of this corporation are:

Name

Eugene G. Peek III

Address

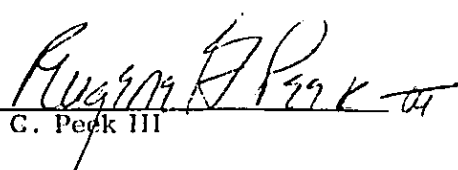
1301 Riverplace, Suite 1609
Jacksonville, Florida 32207

ARTICLE IX

EFFECTIVE DATE

Section 9.1 Effective Date. The effective date of this corporation shall be January 1, 1995.

28 IN WITNESS WHEREOF, the incorporator has executed these Articles the day of December, 1994.

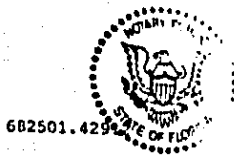

Eugene G. Peek III

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 28 day
of December, 1994, by Eugene G. Peek III, who is either personally known to me
or produced the identification described below and who did not take an oath.

(SEAL)

My Commission Expires:



OFFICIAL SEAL
DONNA M. JONES
MY COMMISSION EXPIRES
FEBRUARY 14, 1995
CC 077358

Donna M. Jones

Print: DONNA M. JONES

Notary Public, State and County
Aforesaid.

Commission No. CC 077358

Personally Known
Type of Identification

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Eugene G. Peek III
Eugene G. Peek III

Dated: December 28, 1994

FILED

94 DEC 30 PM 1:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA