

Charter Number Only

1/12/95

P95000003557

Requester's Name

Address

City

State

ZIP

Phone

VALIDATION ONLY

6000001380276
-01/13/95--01034--007
****122.50 ****122.50

CORPORATION(S) NAME

ELITE POOLS, INC.



EMPIRE Toll Free: 1-800-432-3028

1995 JAN 3 PM 12 34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input type="checkbox"/> Pick Up
		<input type="checkbox"/> Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

E. CHESSER JAN 13 1995

SIMON AND SCHMIDT

ATTORNEYS AT LAW

P O BOX 2020

100 NORTHEAST FIFTH AVENUE

DELRAY BEACH, FLORIDA 33446

ERNEST G. SIMON
DAVID W. SCHMIDT

TELEPHONE (407) 278-2601
FAX (407) 268-0288

WEST PALM BEACH
737-8222

January 10, 1995

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

Re: Elite Pools, Inc.
My File No. 6301

Gentlemen:

Enclosed are the following for the incorporation of Elite Pools, Inc.:

1. Original and one copy of the Articles of Incorporation of Elite Pools, Inc.;
2. Registered Agent form; and,
3. Our Trust Account Check No. 2574 in the amount of \$122.50 for filing fees.

Please send me a certified copy of the Articles of Incorporation.

Thank you for your assistance.

Sincerely yours,


David W. Schmidt

DWS:dr
Enclosures

1995 JAN 13 PM 12:34
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ELITE POOLS, INC.

The undersigned subscribers to these Articles of Incorporation, being natural persons, hereby form a corporation under the laws of the State of Florida.

195 JAN 13 PM 12:34
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is ELITE POOLS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation may engage in or transact any or all lawful activities of businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$10.00 per value common stock, which shall be designated as "common shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5088 Alencia Court, Delray Beach, Florida, and the name of the initial registered agent of this corporation is Cena Wihr.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall be never less than one (1). The name and address of the initial director for this corporation is:

Pablo Torres
14571 Wood Pine Drive
Delray Beach, Florida 33445

ARTICLE VII - INCORPORATORS

The name and the address of the person signing these Articles is:

Pablo Torres
14571 Wood Pine Drive
Delray Beach, Florida 33445

ARTICLE VIII - MAILING ADDRESS OF CORPORATION

The initial mailing address for this corporation is: 14571 Wood Pine Drive, Delray Beach, Florida 33445.

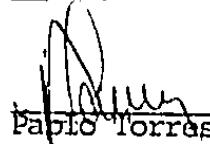
ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - PREEMPTIVE RIGHTS

The holders of shares of stock shall have preemptive rights to purchase any shares of the Corporation hereafter issued in proportion to their holdings for the stock to be issued.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6 day of January, 1995.



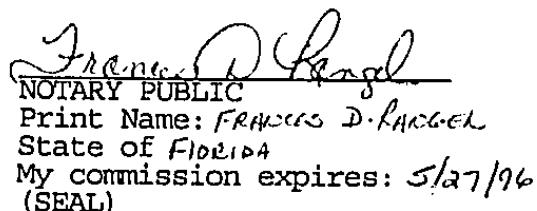
Pablo Torres

STATE OF FLORIDA

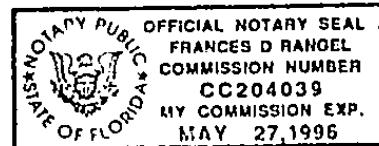
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared Pablo Torres, known to me and known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed those Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 6 day of January, 1995.



Frances D. Rangel
NOTARY PUBLIC
Print Name: FRANCES D. RANGEL
State of Florida
My commission expires: 5/27/96
(SEAL)



CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with the said Act:

First - that ELITE POOLS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation in the County of Palm Beach, State of Florida, has named Cena Wihr, located at 5088 Alencia Court, Delray Beach, Florida 33445, as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Cena Wihr
Cena Wihr
Registered Agent
1995 JAN 13 PM 12:34
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA