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January 12, 1995

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

RE: MADDEN POOLS, INC.

500001383285
-01/18/95--01104--005
****122.50 ****122.50

Dear Sir or Madam:

Enclosed herewith please find the original and one (1) copy of Articles of Incorporation for MADDEN POOLS, INC. with a check in the amount of \$122.50 representing your fee for filing the Articles of Incorporation.

Kindly file the Articles and return a copy of same to the undersigned in the enclosed, self-addressed stamped envelope.

Thanking you for your prompt attention to this matter, I remain,

Very truly yours,

Cindy J. Quintero
Cindy J. Quintero
Secretary to
Joseph P. Mullen

JPM/cjq

Enc.

corp/secstate.

FILED
95 JAN 18 PM 2:21
TALLAHASSEE, FLORIDA

BROWN JAN 20 1995

ARTICLES OF INCORPORATION
OF
MADDEN POOLS, INC.

FILED
95 JAN 18 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is MADDEN POOLS, INC. with its principal office and address being located at 2503 N. Ocean Boulevard, #2, Pompano Beach, Florida 33062.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation by the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of \$.10 par value common stock which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale by the corporation of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 2503 N. Ocean Boulevard, #2, Pompano Beach, Florida 33062 and the name of the initial registered agent of this corporation at that address is Robert F. Madden.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) Director. The number of Directors may be either increased or decreased, and thereafter be further increased or decreased from time to time in accordance

with the By-laws of the Corporation although there shall never be less than one (1) required Director. The name and address of the initial Director/President/Stockholder is: Robert Madden, 2503 N. Ocean Boulevard, #2. Pompano Beach, Florida 33062.

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these Articles is: Robert Madden, 2503 N. Ocean Boulevard, #2, Pompano Beach, FL 33062.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

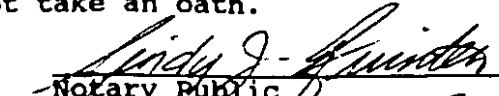
Dated: January 12, 1995.


ROBERT MADDEN, INCORPORATOR

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 12th day of JANUARY, 1995, by ROBERT MADDEN, who is personally known to me or who has produced as identification and who did not take an oath.


Notary Public
Print Name: CINDY J. QUINTERO

My Commission Expires:



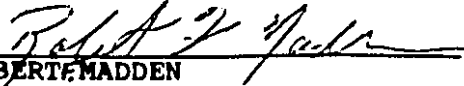
CINDY J. QUINTERO
MY COMMISSION # CC254007 EXPIRES
January 12, 1997
BOMBED TROJ TROY FARM INSURANCE, INC

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with Section 48.091(1), Florida Statutes (1991), the following is submitted:

That, MADDEN POOLS, INC., desiring to organize or qualify under the laws of the State of Florida, has named ROBERT MADDEN, as its agent to accept service of process within the State of Florida.

Dated: January 12th, 1995.


ROBERT MADDEN

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of the Florida Statutes relative to the proper performance of my duties.

Dated: January 12th, 1995.


ROBERT MADDEN,
Registered Agent

95 JAN 18 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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