

P950000104/18

January 6, 1995

FILED  
95 FEB -6 AM 9:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Secretary of State  
Division of Corporations  
PO Box 6327  
Tallahassee, Florida 32304

000001098909  
-02/07/95 -01034 -019  
\*\*\*122.50 \*\*\*122.50

RE: ARTICLES OF INCORPORATION for BLUE GATOR POOLS, INC.

To Whom It May Concern:

Please find enclosed the Articles of Incorporation for Blue Gator Pools, Inc..

Also enclosed you will find a check for the amount of \$122.50 for the following:

Certificate of Incorporation  
Filing  
Copy of Certificate  
Registering of Agent

If there are any questions concerning this matter, please do not hesitate to call me. The number to call is (305) 741-4871.

Thank you in advance.

Sincerely,

*Jeremy Bent*

Jeremy Bent

FROM  
Mr. Jeremy Bent, President  
4400 NW 74th Avenue  
Lauderhill, FL 33319

*JB*  
*JB*

CERTIFICATE OF INCORPORATION  
OF  
BLUE GATOR POOLS, INC .

FILED  
FEB-5 AM 9:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, hereby associate myself for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Laws of said State, providing for the information, liabilities, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of the corporation is:

BLUE GATOR POOLS, INC.

hereinafter referred to as the "Corporation".

ARTICLE II

The general nature of the business and objects and purposes to be transacted, promoted and carried on are to do any and all things hereinafter mentioned, as fully as to the same extent as natural persons might or could do, viz:

a) To conduct and maintain a financial planning business, which would include insurance, investments, stocks, bonds, real estate, and property of any and all kinds; and including the purchase, lease, rental and sale of any and all other items, and to perform all duties regarding any and all legal businesses in the state of Florida, including all duties regarding pool repair, pool maintenance, and pool construction..

b) To enter into, make, perform and carry out contracts of every kind and for any lawful purpose with any person, firm, association and/or corporation.

c) To engage in the exchange of currency of foreign countries and currency of the United States.

d) To purchase, hold and re-issue the shares of its capital stock; and to subscribe to, purchase or otherwise acquire, or to guarantee, or to become surety in respect to the stock, bonds or other securities and obligations of the company and other companies.

e) To do all of such acts or things as they are incident or conducive to the premises, and to do all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any of the objectives herein enumerated or incidental to the powers herein names, or which shall at any time appear conducive or expedient for the protection or benefit of the corporation.

f) No recitation or declaration of special powers or purposes herein enumerated shall be deemed to be exclusive, but all lawful powers contained in the Laws of the State of Florida or in the future to be enacted hereby are included in and made a part hereof by reference.

g) In general, to carry on any incidental business in connection with the foregoing, whether manufacturing, wholesaling or otherwise, and to have an exercise all the powers conferred by the Laws of the State of Florida upon corporations of this character.

### ARTICLE III

The capital stock of the corporation shall consist of:

a) One Hundred (100) Shares of no par value common stock. For incorporation purposes, each share of said stock shall have a nominal value set at Fifty Cents (\$.50) per share as consideration.

b) Said One Hundred (100) Shares of common stock shall have no par value. All shares are to be issued fully paid and non-assessable

c) The capital stock of this corporation may be paid in lawful money of the United States, or in property, labor or service at a fair and just valuation to be fixed by the stockholders or by the Board of Directors. Said termination of just "Book Value" fixed by the Board of Directors is to be conclusive proof of said "Book Value".

d) All of the common stock is to have one vote per share in the control of the management of the corporation.

e) The holders of these shares of common stock are to have preemptive rights in the purchase of subsequent issues of capital stock.

f) In the event any shareholder shall be unable to attend a shareholders' meeting, the shareholder may vote his share or shares by proxy, one share representing one vote.

#### ARTICLE IV

The amount paid in capital before beginning business shall be Five Hundred Dollars (\$500.00).

#### ARTICLE V

The principal post office address of the place of business shall be:

4460 NW 74th Avenue, Lauderdale, Florida 33319.

The Board of Directors may from time to time move the principal office to any other address in Florida.

The number of Directors of the corporation shall be one (1) or more.

#### ARTICLE VI

The duration of existence of this corporation shall be perpetual.

#### ARTICLE VII

The names and address of the members of the first Board of Directors are:

Jeremy Bent            4460 NW 74th Avenue, Lauderhill, Florida 33319

#### ARTICLE VIII

The names and address of the subscriber to this Certificate of Incorporation, and the number of shares of stock which each agrees to take are as follows:

100 Shares    Jeremy Bent, 4460 NW 74th Ave., Lauderhill, FL 33319

#### ARTICLE IX

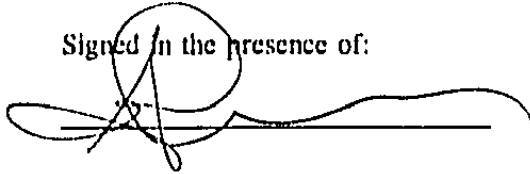
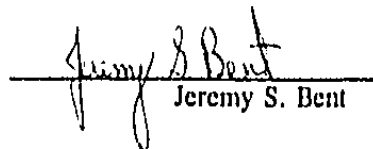
The street address of the initial Registered Agent is: JEREMY BENT, President, of 4460 NW 74th Avenue, Lauderhill, Florida 33319; and the Registered office of the said corporation shall be: 4460 NW 74th Avenue, Lauderhill, Florida 33319.

#### ARTICLE X

The regulation of the business and the conduct of the affairs of the corporation, and the provisions creating and limiting the powers of the Corporation, the Directors and Stockholders, or any class of stockholders of the corporation, shall be controlled by the Bylaws which shall be adopted by the Stockholders of the corporation as soon as practicable after the corporation shall be formed, which said Bylaws may from time to time and whenever necessary be amended by the Board of Directors of the corporation.

IN WITNESS WHEREOF, the undersigned have made and signed this Certificate of  
Incorporation at Lauderhill, Broward County, Florida, for the uses and purposes aforesaid.

Signed in the presence of:

A handwritten signature, possibly "J. S. Bent", written over a horizontal line.A handwritten signature, "Jeremy S. Bent", written over a horizontal line.  
Jeremy S. Bent

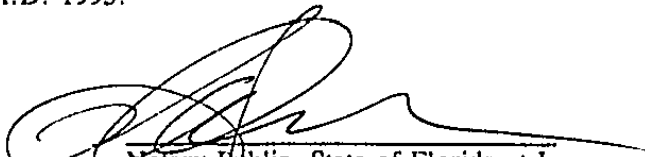
STATE OF FLORIDA

:  
: SS.  
:

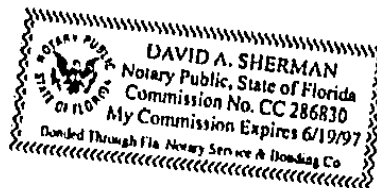
I hereby certify that on this 1 day of Feb

A. D. 1995, before me personally appeared Jeremy Bent, to me well known to be the person described as subscriber in and who executed the foregoing Certificate of Incorporation, and acknowledged before me that they subscribed to the said Certificate of Incorporation freely and voluntarily for the purposes therein described.

IN WITNESS WHEREOF, I have hereunto set my official seal and hand at  
Lauderhill, County of Broward, State of Florida, this 1 day of  
February, A.D. 1995.

  
Notary Public, State of Florida at Large

My commission expires:



FILED  
9 FEB - 6 AM 9:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
95 FEB -6 AM 9:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

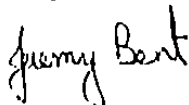
January 6, 1995

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Subject: Blue Gator Pools, Inc.

I, Jeremy S. Bent, hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Thank you,



Jeremy Bent

JB:lc