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February 1, 1995

Secretary of State
Division of Corporation
409 East Gaines Street
Tallahassee, FL 32399

000001399430
-02-07/95--01072--017
****122.50 ****122.50

RE: Alvarez & Son Pool Service, Corp.

Gentlemen:

Enclosed please find the Articles of Incorporation for the above mentioned corporation, together with a check in the amount of \$122.50 to cover for your filing fees.

Should you have any questions concerning the above, please not hesitate to call our office.

Sincerely,

Misleydi Montecelo
Misleydi Montecelo
Manager

/mm

Encls.

FILED
1995 FEB -6 AM 10:10
TALLAHASSEE, FLORIDA

BBB
2/10/95
995-10967

UNITED TITLE SERVICES, INC.

7600 W. 20th Ave. • Suite 111 • Hialeah, FL 33016 • Tel: (305) 557-6635 • Fax: (305) 557-7261

ARTICLES OF INCORPORATION
OF
ALVAREZ & SON POOL SERVICE, CORP.

FILED
1995 FEB -5 PM 10:10
TALLAHASSEE, FLORIDA

We, the undersigned, do hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, and do hereby adopt the following Articles of Incorporation.

ARTICLE ONE

The name of the corporation shall be:

ALVAREZ & SON POOL SERVICE, CORP.

ARTICLE TWO

This corporation shall have perpetual existence, and its corporate existence shall commence at the time of the filing of the Articles of Incorporation by the Department of State.

ARTICLE THREE

The corporation shall engage in activity of business permitted under the laws of the United States and the State of Florida.

ARTICLE FOUR

The aggregate number of share which this corporation shall have authority to issue is One Hundred Shares (100), with \$1.00 par value per share.

ARTICLE FIVE

The street address and mailing address of this corporation's registered and principal office is 3448 W 14TH AVENUE, HIALEAH, FL 33012, and the name of its initial registered agent is ARMANDO ALVAREZ.

ARTICLE SIX

The names and post office addresses of the members of the first board of directors and officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified are as follows:

PRESIDENT

ARMARNO ALVAREZ
3448 W 14TH AVENUE
HIALEAH, FL 33012

SECRETARY/TREASURER

MIRIAM C. RODRIGUEZ-ALVAREZ
3448 W 14TH AVENUE
HIALEAH, FL 33012

ARTICLE SEVEN

The name and address of each person subscribing to the initial shares of the corporation is as follows:

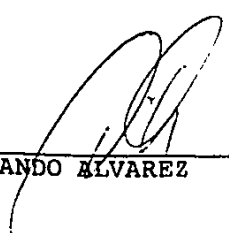
ARMANDO ALVAREZ
3448 W 14TH AVENUE
HIALEAH, FL 33012

MIRIAM C. RODRIGUEZ-ALVAREZ
3448 W 14TH AVENUE
HIALEAH, FL 33012

ARTICLE EIGHT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at the stockholders meeting by a majority of the stockholders entitled to vote thereon.

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these Articles of Incorporation, this 1ST day of FEBRUARY, 1995


ARMANDO ALVAREZ


STATE OF FLORIDA)
: SS
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, personally appeared before me, ARMANDO ALVAREZ, to me well known to be the person described in the foregoing Articles of Incorporation of ALVAREZ & SON POOL SERVICE, CORP., who acknowledge to me that he executed the same freely and voluntarily and for the purpose therein expressed.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 1ST day of FEBRUARY, 1995. DRIVERS LICENSE PRODUCED AS IDENTIFICATION.



OFFICIAL NOTARY SEAL
MISLENDI MONTECELO
COMMISSION NO. CC24403
MY COMMISSION EXPIRES OCT. 20, 1996


NOTARY PUBLIC, STATE OF FLORIDA
My commission expires:

FILED
1995 FEB -6 AM 10:10
TALLAHASSEE, FLORIDA

RESIDENT AGENT CERTIFICATE

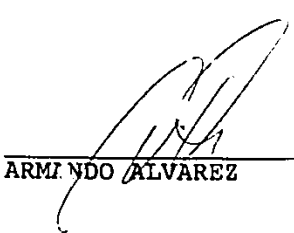
In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said.

That ALVAREZ & SON POOL SERVICE, CORP., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at Miami, Florida, has named ARMANDO ALVAREZ located at 3448 W 14TH AVENUE, HIALEAH, FLORIDA 33012, as its agent to accept service of process within the State.


ARMANDO ALVAREZ

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated corporation, at the 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.


ARMANDO ALVAREZ