

CORPORATION INFORMATION
SERVICES, INC.
1201 HISS STREET
TALLAHASSEE, FL 32301
904 222 9171
904 222 0193 FAX

800-142-8086

csc networks

Mail To
P.O. Box 5020
Tallahassee, FL 32311

ACCOUNT NO. : 072100000032

REFERENCE : 543557 5317A

AUTHORIZATION :

COST LIMIT : 0 PREPAID

ORDER DATE : February 15, 1995

ORDER TIME : 9:57 AM

ORDER NO. : 543557

CUSTOMER NO: 5317A

CUSTOMER: Mr. Steven W. Vazquez
GLENN RASMUSSEN & FOGARTY

Ashley Tower, Suite 1300
100 South Ashley Drive
Tampa, FL 33602

FILED
95 FEB 15 12:11:16
TALLAHASSEE, FL 32301

5000001406875
-02/15/95--01037--014
****122.50 ****122.50

DOMESTIC FILING

P95000012789

NAME: QPC ACQUISITION COMPANY

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

EFFECTIVE DATE

2-14-95

CONTACT PERSON: Carol J. Davis

EXAMINER'S INITIALS:

DM
2 15 95
0.2/4

EFFECTIVE DATE
2-17-95

ARTICLES OF INCORPORATION
OF
QPC ACQUISITION COMPANY

FILED
95 FEB 15 AM 11:16
SEC
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of QPC Acquisition Company under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is:

QPC Acquisition Company

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on February 14, 1995.

ARTICLE III. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal business office and mailing address of the corporation is:

14480 62nd Street North
Clearwater, Florida 34620

ARTICLE IV. INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws. The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Fred A. Thomas	14480 62nd Street North Clearwater, FL 34620

ARTICLE V. CAPITAL STOCK

The number of shares of capital stock that the corporation is authorized to issue is 1,000 shares of common stock, having a par value of \$.01 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 100 South Ashley Drive, Suite 1300, Tampa, Florida, 33602, and the name of the corporation's initial registered agent at that address is Steven W. Vazquez.

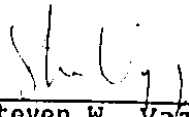
ARTICLE VII. INCORPORATOR

The name and street address of the incorporator are:

Steven W. Vazquez
100 South Ashley Drive, Suite 1300
Tampa, Florida 33602

The incorporator assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the Board of Directors any rights he has as incorporator to acquire any of the capital stock of this corporation; this assignment shall become effective on the date corporate existence begins.

EXECUTED: February 14, 1995



Steven W. Vazquez,
as incorporator

lv(329)
2/14/95 11:22 AM

QPC ACQUISITION COMPANY
ACCEPTANCE OF REGISTERED AGENT

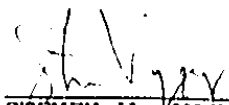
FILED
95 FEB 15 11:10
TALLAH.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That QPC Acquisition Company, desiring to organize as a corporation under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Incorporation, at 100 South Ashley Drive, Tampa, Florida, 33634, has named Steven W. Vazquez as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for QPC Acquisition Company at the place designated in this document, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office. The undersigned is familiar with, and accepts the obligations of, Section 607.0501, Florida Statutes.

DATE: February 14, 1995


STEVEN W. VAZQUEZ



PORPOISE POOL & PATIO

INCORPORATED

1400 ONE STREET NW
POST OFFICE BOX 6327
TALLAHASSEE, FLORIDA 32314



SUBSIDIARIES

FLORIDAPOLY PRODUCTS, INC.
FPOV, INC.

PRIMA PERRY, INC.

RENTA MANUFACTURING COMPANY, INC.

SUNCOAST CHEMICAL, INC.

WATERWALK SUPPLY, INC.

TELEPHONE (904) 811-0011
FAX (904) 811-0011

P950000/2789

March 1, 1995

000001422610
-03/07/95--01064--017
*****87.50 *****87.50

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

Re: QPC Acquisition Company

Gentlemen:

Enclosed are the following items pertaining to the Articles of Amendment to the Articles of Incorporation of QPC Acquisition Company:

1. The original and one copy of Articles of Amendment to Articles of Incorporation;
and
2. Our check payable to you for the following charges:

Filing fee	\$35.00
Certified copy	\$2.50
TOTAL	\$87.50

Please approve and file the original Articles of Amendment, certify the copy of them, and return the certified copy to us.

Sincerely,

PORPOISE POOL & PATIO, INC.

Jim Eisch
Chief Financial Officer

Encls.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR -9 AM 10:22

*Ok per
J.E. 3/15
FILED*



PORPOISE POOL & PATIO

INCORPORATED

5400 RIZINGDALE STREET
POST OFFICE BOX 6029
CLEARWATER BEACH, FLORIDA 34618



SUBSIDIARIES

FINCH, INC.
POND & PAPER, INC.
SUN WHOLESALE SUPPLY, INC.
FLORIDA POOL PRODUCTS, INC.
SUNCOAST CHEMICALS COMPANY
SUNSTA MANUFACTURING COMPANY

TELEPHONE: 813-531-8911
FAX: 813-531-8916

MEMORANDUM

TO: Thelma Lewis/Florida Department of State

FROM: Jim Eisch

DATE: March 15, 1995

SUBJECT: QPC Acquisition Company

Per my conversation with you, I am returning the enclosed document for filing. Per our conversation, you will go ahead and process this.

Thanks.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 9, 1995

JIM EISCH, CHIEF FINANCIAL OFFICER
PORPOISE POOL & PATIO, INCORPORATED
P. O. BOX 6025
CLEARWATER, FL 34618

SUBJECT: QPC ACQUISITION COMPANY
Ref. Number: P95000012789

We have received your document for QPC ACQUISITION COMPANY and check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 695A00010580

QPC ACQUISITION COMPANY
ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAR -9 AM 10:21

Pursuant to Section 607.1006 of the Florida Business Corporation Act, QPC Acquisition Company adopts these Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the corporation is QPC Acquisition Company.

SECOND: Article I of the corporation's Articles of Incorporation is amended entirely to read as follows:

ARTICLE I. NAME

The name of the corporation is: Questa Incorporated.

THIRD: The foregoing amendment to Article I of the corporation's Articles of Incorporation was adopted and approved by the sole director and shareholder of the corporation pursuant to a joint written consent that was effective on February __, 1995.

FOURTH: The foregoing amendment will become effective when these Articles of Amendment are filed with the Florida Department of State.

EXECUTED: February __, 1995.

QPC ACQUISITION COMPANY

By: _____
James P. Eisch
President



P95000012789 **QUESTA** **2000**

MAX-I-VAC SERIES AUTOMATIC POOL CLEANER

August 20, 1996

Department of State
Post Office Box 6327
Tallahassee, Florida 32314

300001931873
-08/26/96--01021--004
*****35.00 *****35.00

Re: Statement of Change of Registered Agent

Dear Sir or Madam:

Enclosed for filing is a Statement of Change of Registered Agent for Questa Incorporated, together with a check in the amount of \$35.00 for the filing fee. I have included an extra copy of the Statement and would appreciate your stamping with the file date and returning in the envelope provided.

Thank you.

Sincerely yours,

Karen S. McLead

Karen S. McLead, CLA
Certified Legal Assistant
Director of Legal & Administrative Affairs

/Enclosures

FILED
96 SEP 30 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

QUESTA INCORPORATED
1590 North Roberts Road
Suite 209
Kennesaw, Georgia 30144

Phone: 404/428 7665
800/632 7665
Fax: 404/422 1580



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 29, 1996

Karen S. McLead
1590 N. Roberts Rd.
Suite 209
Kennesaw, GA 30144

SUBJECT: QUESTA INCORPORATED
Ref. Number: P95000012789

We have received your document for QUESTA INCORPORATED and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must include a statement that the change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board along with an officer signature. I have enclosed a form for your convenience.

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) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 196A00040873

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: QUESTA INCORPORATED

1b. The mailing address of the corporation is: 14480 - 62nd Street No., Clearwater, FL 34620

1c. Date of Incorporation: February 14, 1995 Document number: P95000012789

2. The name and address of the current registered agent and office:

Steven W. Vazquez

100 S. Ashley Dr., Suite 1300

Tampa, FL 33602

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Judith A. Gras

14480 - 62nd St. No.

Clearwater, FL 34620

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.


(Signature of an officer, chairman or
vice chairman of the board)

JAMES P. EISCH, President

(Printed or typed name and title)

September 26, 1996

(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.


(Signature of Registered Agent)

September 26, 1996

(Date)

FILED
96 SEP 30 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA