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The Law Office of
John M. Cappeller, Jr., P.A.

Lake Wyman Plaza
2424 North Federal Highway, Suite 314
Boca Raton, Florida 33431

John M. Cappeller, Jr.

FILED

95 FEB 13 PM 1:52

SECRETARY OF STATE
Telephone: (407) 393-3559
TALLAHASSEE, FLORIDA 32399-4109

February 8, 1995

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

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****122.50 ****122.50

Re: Filing Articles of Incorporation of
D.V.D. POOL SERVICES OF BOCA RATON, INC.

Dear Division:

Enclosed for filing please find Articles of Incorporation for the above referenced corporation. Also enclosed please find my firm's trust account check in the amount of \$122.50, the required filing fee.

Please forward the copy to my office and if further information is needed please do not hesitate to contact me.

Very truly yours,

JOHN M. CAPPELLER, JR., P.A.

EFFECTIVE DATE

Feb 7 95

John M. Cappeller, Jr.

John Cappeller GAVE
AUTHORIZATION BY PHONE TO
CORRECT 4th effective date
DATE 2/15
DOC. EXAM. A/G

JMC/pl
Enclosures

ARTICLES OF INCORPORATION
OF
D.V.D. POOL SERVICES OF BOCA RATON, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be D.V.D. POOL SERVICES OF BOCA RATON, INC. whose principal office and mailing address is 3850 N.W. Boca Raton Boulevard, #4, Boca Raton, Florida 33431.

ARTICLE II - EFFECTIVE DATE

The effective date of the incorporation of D.V.D. POOL SERVICES OF BOCA RATON, INC. shall be ~~January 1, 1995~~ February 7, 1995

ARTICLE III - DURATION

This corporation shall have perpetual existence.

EFFECTIVE DATE
Feb 7 1995

ARTICLE IV - PURPOSE

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

ARTICLE V - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1000) at \$1.00 par value common stock.

ARTICLE VI - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, 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 VII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is DANIEL M. LOWE, 3850 N.W. Boca Raton Boulevard, #4, Boca Raton, Florida 33431, and the undersigned subscriber, having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these articles does hereby accept the appointment as Registered Agent and agree to act in this capacity. And does further agree to comply with the provisions of all statutes relating to the proper and complete performance of the duties of Registered Agent, and is familiar with and accepts the obligations of the position of Registered Agent.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors initially. The number of Directors may be either increased or decreased from time to time pursuant to the By-Laws but shall never be less than one. The name and address of the initial Board of Directors of this corporation is:

DANIEL M. LOWE	3850 N.W. Boca Raton Boulevard, #4 Boca Raton, Florida 33431
PATRICK J. DION	5713 Barnstead Circle Lake Worth, Florida 33463
HELIODORO M. GARCIA	16419 Strawberry Way Delray Beach, Florida 33484

ARTICLE IX - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: DANIEL M. LOWE, 3850 N.W. Boca Raton Boulevard, #4, Boca Raton, Florida 33431.

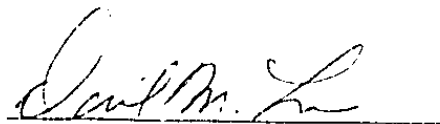
ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - AMENDMENT

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

The undersigned incorporator has executed these Articles of Incorporation this 1 day of February, 1995.

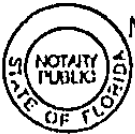


DANIEL M. LOWE
Incorporator and Registered Agent

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 DANIEL M. LOWE, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same and who did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this
1 day of FEBRUARY, 1995.



My Commission Expires:
MARK D. COLLINAN
My Comm. Exp. 7-29-95
Bonded By Service Ins. Co.

Printed Name

Mark D. Collinan
Notary: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA