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LAW OFFICES OF
GRAZI, GIANINO & COHEN, P.A.

217 EAST OCEAN BOULEVARD

POST OFFICE DRAWER 2866

STUART, FLORIDA 34995

LEIF J. GRAZI
PETER T. GIANINO
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TELEPHONE
(407) 286-0200
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(407) 286-4789

February 24, 1995

Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

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-03/07/95--01052--007
***122.50 ***122.50

RE: SOUTH FLORIDA POOL PLASTERING, INC.

Gentlemen:

I am enclosing herewith an original and a copy of the Articles of Incorporation and Designation of Registered Agent for the above-named corporation.

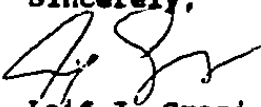
In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

| | |
|------------------|----------|
| Certification | \$ 52.50 |
| Filing fee | 20.00 |
| Registered Agent | 20.00 |
| Certified Copy | 30.00 |
| Total | \$122.50 |

Please file the original of the enclosed Articles of Incorporation and return a certified copy to my office.

Your prompt attention to this matter would be appreciated.

Sincerely,


Leif J. Grazi
LJG/kad
Enc.

7/4
3-8-95

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SECRETARY OF STATE
TALLAHASSEE, FL
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ARTICLES OF INCORPORATION.
OF
SOUTH FLORIDA POOL PLASTERING, INC.

ARTICLE I. CORPORATE NAME.

The name of this corporation is: SOUTH FLORIDA POOL PLASTERING, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 6000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence commencing upon execution of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

ROBERT W. GRABOWSKI
1428 SW Peninsula Lane
Palm City, Florida 34990

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

The principal place of business and address is:

3400 SE Dixie Highway
Stuart, Florida 34997

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS.

The names and addresses of the initial directors of this Corporation and their street addresses are:

Henry Martinez
474 SW Meadow Terrace
Port St. Lucie, FL 34984

Roddy Brown
1202 SE Naples Lane
Port St. Lucie, FL 34952

ROBERT W. GRABOWSKI
1428 SW Peninsula Lane
Palm City, Florida 34990

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator are:

ROBERT W. GRABOWSKI
1428 SW Peninsula Lane
Palm City, Florida 34990

ARTICLE IX. AMENDMENT.

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 a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on February 27 1995.


Robert W. Grabowski
Incorporator

STATE OF FLORIDA
COUNTY OF MARTIN

I HEREBY CERTIFY that on this day, before me, an Officer duly authorized to administer and take acknowledgments, personally appeared ROBERT W. GRABOWSKI, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: personally known, and that an oath (was) (was not) taken.

WITNESS my hand and official seal in the County and State last aforesaid this 27th day of February, 1995.



KELLY A. DEMARIA
MY COMMISSION # CC376570 EXPIRES
August 19, 1997
BONDED THRU TROY FAH INSURANCE, INC.

Kelly A. DeMaria
Notary Public
Kelly A. DeMaria
My Commission Expires:

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO the provisions of Section 607.0601, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is SOUTH FLORIDA POOL PLASTERING, INC.

2. The name and address of the registered agent and office is:
ROBERT W. GRABOWSKI, 1428 SW Peninsula Lane, Palm City, Florida 34990.
SOUTH FLORIDA POOL PLASTERING, INC.

By 
Robert W. Grabowski
Registered Agent

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Robert W. Grabowski

SECRET
TALLAH

55 APR -6 PM 1:15

FILED