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FILED
95 MAR 20 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 10, 1995

Florida Dept of State
Division of Corporation
P. O. Box 6327
Tallahassee, FL 32314

300001435063
-03/21/95--01093--017
*****70.00 *****70.00

EFFECTIVE DATE

4-1-95

Dear Sir:

Please file the Articles of Incorporation for Backyard Leisure Products, Inc. enclosed.

A check in the amount of \$70.00 is enclosed for filing fees.

Thank you for your assistance.

Sincerely,

Scott R. Williamson
Scott R. Williamsen

Enclosures

Backyard Leisure Products, Inc.
6233 Scott Lane, SE
Fort Myers, FL 33912

D. BROWN MAR 22 1995

EFFECTIVE DATE
4-1-95

ARTICLES OF INCORPORATION

OF

BACKYARD LEISURE PRODUCTS, INC.

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

ARTICLE I. NAME.

The name of this Corporation shall be BACKYARD LEISURE PRODUCTS, INC.

ARTICLE II. COMMENCEMENT & DURATION.

The existence of the Corporation will commence upon filing as of April 1, 1995 provided by the laws of the State of Florida, and will continue thereafter perpetually.

ARTICLE III. PRINCIPAL OFFICE.

The principal place of business of this Corporation and its mailing address shall be 6233 Scott Lane, SE, Fort Myers, FL 33912.

ARTICLE IV. NATURE OF BUSINESS.

This Corporation is being formed to deal in all respects with consulting services, selling of spas and other related products and all direct and indirect related activities of every kind and nature. This is not intended to limit the Corporation, and, it is specifically authorized to transact any and all lawful business which corporations formed under the Florida Business Corporation Act may transact.

ARTICLE V. CAPITAL STOCK.

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is TEN THOUSAND (10,000) shares of common stock, all shares being with a par value of One Dollar (\$1.00).

ARTICLE VI. REGISTERED AGENT & ADDRESS.

SCOTT R. WILLIAMSEN
6233 Scott Lane, SE
Fort Myers, FL 33912

ARTICLE VII. INCORPORATOR.

This Corporation has one incorporator who's name and address is as follows:

SCOTT R. WILLIAMSEN
6233 Scott Lane, SE
Fort Myers, FL 33912

ARTICLE VIII. DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may, from time to time, be increased by By-Laws adopted by the stockholders. The initial Director's name and street address is listed as follows.

SCOTT R. WILLIAMSEN
6233 Scott Lane, SE
Fort Myers, FL 33912

THE UNDERSIGNED has executed these Articles of Incorporation this 10th day of March, 1995. Having been named Registered Agent, I hereby accept and am familiar with the obligations of being registered agent of this Corporation, and agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.


SCOTT R. WILLIAMSEN

Incorporator and Registered Agent

IDENTIFICATION PROVIDED Florida Driver License

ARTICLE IX. AMENDMENTS

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 a majority of stock entitled to vote thereon, unless all the stockholders and all the directors sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 10th day of March 1995.

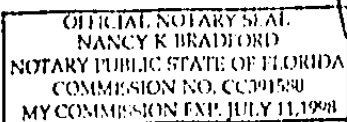
FILED
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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF LEE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, SCOTT R. WILLIAMSEN, to me well known to be the person described in and who executed the foregoing instrument, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Fort Myers, Lee County, Florida, this 14 day of March, 1995.

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept Service of Process for the above stated corporation, at the place designated in these Articles, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.
