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FILED
MAR 29 AM 11:01
TALLAHASSEE, FLORIDA

March 27, 1995

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

RE: San Juan Pools of Central Florida, Inc.

100001442941
-03/29/95--01065--018
****122.50 ****122.50

Gentlemen:

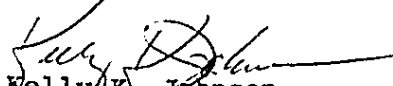
Enclosed is an original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our firm's check in the amount of \$122.50, representing payment of the following:

Filing fee	\$35.00
Certified copy fee	52.50
Registered agent fee	35.00

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned. Thank you for your courtesies in this matter.

Sincerely yours,

MILLER, CROSBY & MILLER, P.A.


Kelly K. Johnson
Legal Assistant to Richard A. Miller, Esquire

:kj

Enclosures

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D. BROWN APR - 3 1995

ARTICLES OF INCORPORATION.

OF

SAN JUAN POOLS OF CENTRAL FLORIDA, INC.

FILED
95 MAR 29 AM 11:01
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is: SAN JUAN POOLS OF CENTRAL FLORIDA, 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 100 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 filing of these articles.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE
AND PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS.

The Registered Agent and the street address of the initial Registered Office shall be Edwin L. Hillers II, 524 West Miller Street; Orlando, Florida, 32805, and the mailing address of the principal office of this Corporation in the State of Florida shall be 524 West Miller Street; Orlando, Florida, 32805.

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

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have two 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 DIRECTOR.

The name of the initial director of this Corporation and his or her street address(es) are:

Edwin L. Hillers, II
524 West Miller Street
Orlando, FL 32805

George D. Houghton
524 West Miller Street
Orlando, FL 32805

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until his or her successor is 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 is:

Edwin L. Hillers, II
524 West Miller Street
Orlando, FL 32805

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.

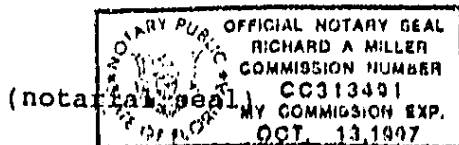
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 5th day of March, 1995.

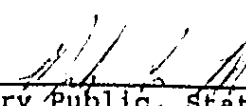

EDWIN L. HILLERS, II, Incorporator

STATE OF FLORIDA
COUNTY OF POLK

FILED
MAR 29 1995
HILLERS

BEFORE ME, a Notary Public, personally appeared EDWIN L. HILLERS, II, who is personally known to me or who has produced his identification that he is the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation upon his oath on the 15 day of March, 1995.



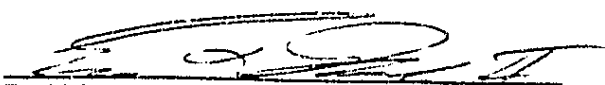

Notary Public, State of Florida
Commission number:
My commission expires:

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That SAN JUAN POOLS OF CENTRAL FLORIDA, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 524 West Miller Street; Orlando, Florida, has named Edwin L. Hillers, II, located at 524 West Miller Street; Orlando, Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


EDWIN L. HILLERS, II
Registered Agent