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April 1995

VIA AIRBORNE AIRBILL NO. 4752583054

Secretary of State  
The State of Florida  
Division of Corporations  
400 East Church Street  
Tallahassee, Florida 32399  
(904) 487-6052

RE: Filing Articles of Incorporation  
Zalloumco Pools & Spas, Inc.

Gentlemen:

Enclosed please find the original and one copy of the above referenced Articles of Incorporation, for filing with your office. I have also enclosed a check, in the amount of \$122.50, as payment for the Filing Fee and Certification of these Articles. Please return the certified Articles of Incorporation in the enclosed self-addressed, prepaid Airborne overnight letter envelope provided for your convenience.

I would appreciate it if you would telephone my office at (407) 423-2100 and give me the Charter Number as soon as it is assigned.

Thank you for your assistance.

Very truly yours,

Ronald W. Black

RWB ppt

Enclosures as above and  
Prepaid Airborne Airbill No. 4078186361

**ARTICLES OF INCORPORATION  
OF  
ZALLOUMCO POOLS & SPAS, INC.**

**Article I - Name**

The name of this corporation is **ZALLOUMCO POOLS & SPAS, INC.**

**Article II - Duration**

This corporation shall exist perpetually.

**Article III - Purpose**

This corporation is organized for the purpose of transacting any or all lawful business and selling and constructing pools, spas, and related equipment and materials, and any and all related construction, development, leasing, marketing, investing, purchasing, and selling, and any business related thereto.

**Article IV - Capital Stock**

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that at 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. The number of authorized shares shall be 7,500 shares at \$1.00 par value.

RECORDED  
21 11 3 05  
TALLAHASSEE, FLORIDA

#### **Article V - Registered Agent**

The street address of the initial registered office of this corporation is 350 Deltona Boulevard, Deltona, Florida 32725, and the name of the initial registered agent and officer of this corporation at that address is **OSAMA A. ZALLOUM**.

#### **Article VI - Initial Board of Directors**

This corporation shall have **one (1)** director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation are:

**Name**

**OSAMA A. ZALLOUM**

**Address:**

350 Deltona Boulevard  
Deltona, Florida 32725

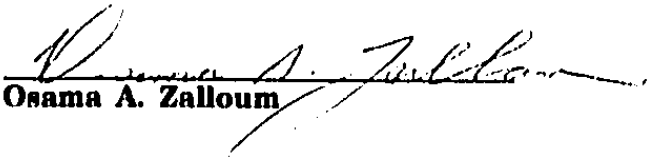
#### **Article VII - Incorporator**

The name and address of the person signing these Articles are: **OSAMA A. ZALLOUM**, 350 Deltona Boulevard, Deltona, Florida 32725.

#### **Article VIII - By-Laws**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these  
Articles of Incorporation this 20th day of April, A.D. 1995.

  
Osama A. Zalloum

STATE OF FLORIDA  
COUNTY OF ORANGE

THE FOREGOING INSTRUMENT was acknowledged before me this 20th  
day of April, A.D. 1995, by **OSAMA A. ZALLOUM**, who is personally known to  
me and who did [not] take an oath, and he acknowledged before me that he  
executed the foregoing Articles of Incorporation for the purposes contained therein.

  
Notary Public for the State of Florida

PENELOPE PRICE FELGER  
Notary Public, State of Florida  
My comm. expires December 4, 1998  
Comm. No. CC424163  
Bonded thru Borgun & Johnson Inc.

**STATE OF FLORIDA  
DEPARTMENT OF STATE**

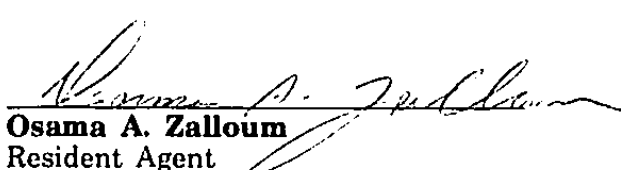
**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE AND NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

The following is submitted in compliance with Chapter 48.091, Florida Statutes:

**ZALLOUMCO POOLS & SPAS, INC.**, a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 350 Deltona Boulevard, Deltona, Florida 32725, has named **OSAMA A. ZALLOUM**, 350 Deltona Boulevard, Deltona, Florida 32725, as its agent to accept service of process within this State.

**ACCEPTANCE**

I agree as Resident Agent to accept service of process, to keep the office open during prescribed hours, and to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office, as required by law.

  
**Osama A. Zalloum**  
Resident Agent

TALLAHASSEE, FLORIDA

SEP 11 2005