P950003-1183

95 MAY -2 FM 3: 20 95 APR 28 24 11: 32 TOWE ON BY COMPORATION OFFICE USE ONLY 000001468220 -04/28/95--01051--011 \*\*\*\*\*70.00 \*\*\*\*\*70.00 CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): 1. Precision Pool Prodris, Inc. (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time /:00 Certified Copy Mail out Will wait Photocopy Certificate of Status **NEW FILINGS** AMENDMENTS **Profit** Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent 135 CONE. Domestication Dissolution/Withdrawal Other Merger OTHER FILINGS REGISTRATION/ QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership HANCY HENDRICKS MAY - 2 1995 Name Reservation

Examiner's Initials

Reinstatement Trademark

Other

CR2E031(10/92)



### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

April 28, 1995

STOWELL, ANTON & KRAMER

TALLAHASSEE, FL

SUBJECT: PRECISION POOL PRODUCTS, INC.

Ref. Number: W95000009075

We have received your document for PRECISION POOL PRODUCTS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

A post office box is not an acceptable address for the registered agent.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks Corporate Specialist

Letter Number: 095A00020344

# STOWELL, ANTON & KRAEMER

Attorneys
727 Highway 98 East
Post Office Box 489
Destin, Florida 32540
(904)837-9110

TELECOPIER: (904)837-4781

TALLAHASSEE OFFICE: 201 S. Monroe Street, Suite 200 Post Office Box 11059 Tallahassee, Florida 32302 (904)222-1055

TELECOPIER: (904)681-6362

SAMANTHA D. BOGE
OF COUNSEL
ARBITRATOR FOR
AMERICAN ARBITRATION ASSOCIATION
CERTIFIED MEDIATOR

MOARD CERTIFIED CIVIL TRIAL LAWYER

BOARD CERTIFIED REAL ESTATE LAWYER

GARY J. ANTON

RANDALL L. GUNN +

SANDRA P. STOCKWELL

DOUGLAS L. STOWELL

MARY K. KRAEMER

LISA EAST

"Admitted to Georgia Bor

May 1, 1995

Nancy Hendricks Corporate Specialist Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

RE: Precision Pool Products, Inc.

Dear Ms. Hendricks:

Enclosed please find the corrected Articles of Incorporation for Precision Pool Products, Inc. along with your letter of April 28.

Please file the Articles of Incorporation as soon as possible.

Thank you.

Sincerely,

Vickle Levi

Secretary to Mary K. Kraemer

ickie Keui

VL/slf

Enclosure

GI\USERS\CLICHT\BUCDMLT\DIVISION.L

## ARTICLES OF INCORPORATION

OF

# PRECISION POOL PRODUCTS, INC.

The undersigned, desiring to form a corporation under Chapter 607, the Florida General Corporation Act, does hereby certify:

## Article 1

The name of this corporation (which is hereinafter called the "Corporation") shall be:

# PRECISION POOL PRODUCTS, INC.

and the principal place of business will be 140 Indian Bayou Drive, Destin, Florida 32541.

## Article 2

The purpose or purposes for which the Corporation is formed are:

- a. To engage in the transaction of any and all business activities permitted under the laws of Florida and the United States of America.
- b. To have one or more offices in the State or in any other State, territory or country; to carry on any and all of the operations and businesses of said Corporation without restriction or limit as to amount; to incur indebtedness without limit as to amount; to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of real or personal property or both of every class and description in any of the States or Districts of the United States, and in any and all foreign countries, subject to the laws of such State, District, Territory or Country.
- c. To transact any other lawful business for which corporations may be incorporated under the Act.
- d. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

## Article 3

The Corporation shall have perpetual existence.

## Article 4

The aggregate number of shares which the Corporation is authorized to issue is 10,000 shares of common stock with a par value of One Dollar per share.

#### Article 5

The shareholders of the Corporation shall have a preemptive right to acquire the Corporation's unissued shares as permitted by the laws of the State of Florida.

#### Article 6

The street address of the initial registered office of the Corporation is 727 Highway 98 East, Destin, Florida 32541 and the name of the initial registered agent of the Corporation at that address is Mary K. Kraemer.

## Article 7

The Board of Directors of the Corporation shall conduct the affairs of the Corporation and shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the shareholders in accordance with the Bylaws of the Corporation. The names and addresses of the initial Board of Directors of the Corporation who shall hold office until their successors have been duly elected and qualified, are as follows:

James K. Buckwalter, 140 Indian Bayou Drive, Destin, Florida 32541.

## Article 8

The name and address of each incorporator signing these Articles of Incorporation is: James K. Buckwalter, 140 Indian Bayou Drive, Destin, Florida 32541.

#### Article 9

Pursuant to Subsection 607.0901(5), Florida Statutes, the Affiliated Transactions provision contained in Section 607.0901, Florida Statutes, shal? not apply nor have any application to this corporation.

## Article 10

There Articles of Incorporation may be amended in the manner provided by law. Amendments may be proposed by the Board of Directors to the shareholders, and adopted upon the vote of a majority of the shareholders entitled to vote. The shareholders may amend the Articles of Incorporation without an act of the Directors, and all of the Directors and all of the shareholders eligible to vote may sign a written statement manifesting their intention that an mendment to the Articles of Incorporation be adopted.

James K. Buckwalter

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.

Dated this 26th day of April, 1995.

Mary K. Kraemer

#1/N2CRE/CLIENT/BUESDALT/A01