

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

PG5000042256

PHONE ()

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

REQUEST TAKEN CONFIRMED APPROVED
DATE _____
TIME _____ CK No. _____
BY SPK

WALK-IN Will Pick Up 5-31 2:00

RE: Aquatic Pools Inc. No 51722

C.C. FEE. DISBURSED
Express
of Inc.
Corp. Record Search
Ltd. Partnership File
Foreign Corp. File
() Cert. Copy(s) 100001501941
-05/31/95--01045--016
****122.50 ****122.50
Art. of Amend. Filo
Dissolution/Withdrawal
C U S-
Fictitious Name Filo
Name Reservation
Annual Report/Reinstatement
Reg. Agent Service
Document Filing
Corporate Kit
Vehicle Search
Driving Record
Document Retrieval
UCC 1 or 3 Filo
UCC 11 Search
UCC 11 Retrieval
File No.'s. Copies
Courier Service
Shipping/Handling
Phone ()
Top Priority
Express Mail Prep.
FAX () pgs.

SUBTOTALS

FEE..... \$
DISBURSED..... \$
SURCHARGE..... \$
TAX on corporate supplies..... \$
SUBTOTAL..... \$
PREPAID..... \$
BALANCE DUE..... \$

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

ARTICLES OF INCORPORATION

OF

AQUATIC POOLS, INC.

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 the corporation is **AQUATIC POOLS, INC.**

FILED
95 MAY 31 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 4302 Del Prado Blvd., Cape Coral, FL 33904.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of one dollar (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Edmond R. Schelling, Jr., 4302 Del Prado Blvd., Cape Coral, FL 33904.

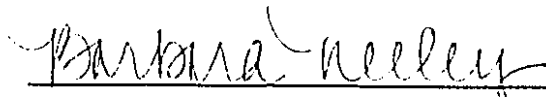
ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the member of the initial Board of Directors of the corporation is Edmond R. Schelling, Jr., 4302 Del Prado Blvd., Cape Coral, FL 33904.

The undersigned has executed these Articles of Incorporation this 31st day of May, 1995.

A handwritten signature in cursive script, reading "Barbara Neeley", is written over a horizontal line.

Capital Connection, Inc.

Barbara Neeley - President

Incorporator

**ACCEPTANCE OF INITIAL REGISTERED
OFFICE AND REGISTERED AGENT
OF AQUATIC POOLS, INC.**

Having been named to accept service of process for the above-stated corporation at 4302 Del Prado Boulevard, City of Cape Coral, County of Lee, State of Florida, I, Edmond R. Schelling, Jr., hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

The undersigned, being the original incorporator of the corporation, hereby accepts the office of registered agent.

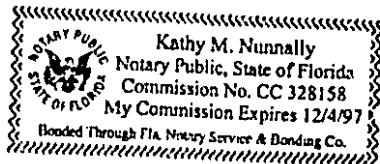
Executed by the undersigned at Cape Coral, Florida, on this 30th day of May, 1995.

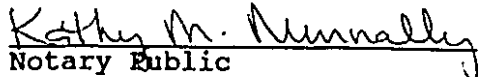

EDMOND R. SCHELLING, JR.

STATE OF FLORIDA)
COUNTY OF LEE) ss

BEFORE ME, the undersigned authority duly authorized to administer oaths and take acknowledgements, this day personally appeared EDMOND R. SCHELLING, JR., who is personally known to me and who has produced identification, who acknowledged before me under penalty of perjury that he executed the foregoing instrument for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the county and state aforesaid this 30th day of May, 1995.




Notary Public

Name Printed or Typed

Serial Number, if any

FILED
95 MAY 31 PM 12:28
TALLAHASSEE
SECRETARY OF STATE