

P95000048027

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

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

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

To us via _____ Return via _____

Mailor No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
-SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 20 PM 1:58

RE: Agave's Pools, Inc

95 JUN 20 AM 10:38

DIVISION OF CORPORATION

C.C. FEE.

DISBURSED

☐ Capital Express™
☐ Art. of Inc. File
☐ Corp. Record Search
☐ Ltd. Partnership File
☐ Foreign Corp. File
☒ () Cert. Copy(s)

☐ Art. of Amend. File
☐ Dissolution/Withdrawal
☐ C U S-
☐ Fictitious Name File

☐ Name Reservation
☐ Annual Report/Reinstatement
☐ Reg. Agent Service
☐ Document Filing

☐ Corporate Kit
☐ Vehicle Search
☐ Driving Record
☐ Document Retrieval

900001517499

-06/20/95-01016-017

***122.50 ***122.50

☐ UCC 1 or 3 File
☐ 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

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY AAK _____

WALK-IN Will Pick Up 6:20 120

dB 6/20/95

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 JUN 20 PM 1:58

**ARTICLES OF INCORPORATION
OF
AQUARIUS POOLS, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I.

CORPORATE NAME

The name of this corporation is AQUARIUS POOLS, INC.

ARTICLE II.

PRINCIPAL OFFICE

The principal place of business of mailing address of this corporation is 4571 N.W. 95th Avenue, Sunrise, Florida 33351.

ARTICLE III.

CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of no par value, common stock which shall be designated as "Common Shares".

ARTICLE IV.

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business, including importing and exporting.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2 South University Drive, Plantation, Florida 33324 and the name of the initial registered agent of this corporation at that address is Roseanne N. Lynch.

ARTICLE VI.

INITIAL BOARD OF DIRECTORS

The corporation shall initially have one (1) director to hold office until the first annual meeting of stockholders and his successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-Laws of the Corporation. The name and address of the initial Director are:

Thomas Braniff President
4571 N.W. 95th Avenue, Sunrise, Florida 33351.

Carolyn Braniff Secretary-Treasurer
4571 N.W. 95th Avenue, Sunrise, Florida 33351.

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Roseanne N. Lynch
2 South University Drive, Suite 200
Plantation, Florida 33324

ARTICLE VIII

PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: June 12, 1995


Roseanne N. Lynch, Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

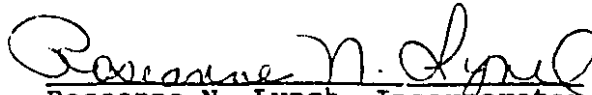
95 JUN 20 PM 1:58

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:


That AQUARIUS POOLS, INC. desiring to organize or qualify under the laws of the State of Florida, has named Roseanne N. Lynch, Attorney at Law, whose address is 2 South University Drive, Suite 200, Plantation, Florida 33324, as its agent to accept service of process within Florida.

Dated: June 12, 1995


Roseanne N. Lynch, Incorporator

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accepts the obligations of my position as registered agent.

Dated: June 12, 1995


Roseanne N. Lynch, Incorporator