

RICK PETERSON, P.A.
Certified Public Accountant
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Davie, FL 33328
(305) 434-7511
(305) 680-1649 fax

July 3, 1995

Secretary of State
P.O. Box 6327
Tallahassee, FL 32314

Re: ~~V.T.A. & Associates, Inc.~~ All Seasons Pools, Inc.

Dear Sir:

Please accept these Articles for filing for the above referenced corporation. An original and two copies are included. Enclosed is a check for \$ 70.00 to cover the filing fee for the articles of incorporation and designation of a registered agent.

Sincerely,

Rick
Rick Peterson

FILED
95 JUL 17 PM 9 12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

M. HENDRICKS JUL 19 1995

Articles of Incorporation
of

All Seasons Pools, Inc.

I, the undersigned, hereby make, subscribe and acknowledge this Certificate for the purpose of becoming a Corporation under the Laws of the State of Florida.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND DURATION

The name of the corporation shall be: All Seasons Pools, Inc. and its existence shall be perpetual.

ARTICLE II - BEGINNING OF CORPORATE EXISTENCE

The existence of this corporation shall commence on the date these Articles are filed.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of one (\$1.00) dollar par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial agent of this corporation is Steven C. Justice at such address of 209 E. Acre Drive, Plantation, FL 33317.

The principal office address and the mailing address of the registered agent are the same.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The initial director of this corporation shall be the Incorporator named below.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is Steven C. Justice whose address is 209 E. Acre Drive Plantation, FL 33317.

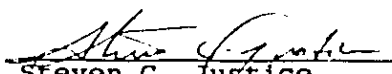
ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify all officers and directors, and former officers and directors, to the full extent permitted by law as the law now exist or may be amended hereafter.

ARTICLE IX - AMENDMENT

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

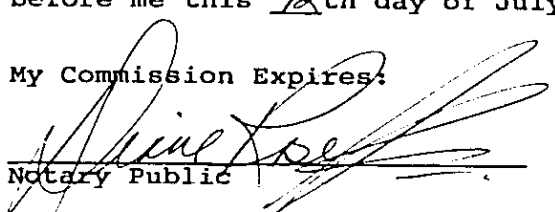
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12th day of July, 1995.


Steven C. Justice
Incorporator

STATE OF FLORIDA)
 SS:
COUNTY OF BROWARD)

This foregoing Articles of Incorporation were acknowledged before me this 12th day of July, 1995 by

My Commission Expires:


Notary Public



Oath of Acceptance of Registered Agent:

Having been named as Registered Agent to accept service of process as above, I hereby accept to act in said capacity and agree to comply with requirements of law in said regard including keeping open said office, whose address is 209 E. Acres Drive, Plantation, FL 33317.


Steven C. Justice

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95 JUL 17 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA