

Pool Wizard, Inc.
1608 Seminary Street
Key West, FL 33040

Jul 8, 1995

State of Florida
Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

200001535512
-07/12/95--01023--006
****122.50 ****122.50

re: Articles of Incorporation

Gentlemen:

Please find the enclosed Articles of Incorporation and check in the amount of
\$ 122.50 to cover filing fees and designation of registered agent for Pool Wizard Inc.

Thank you,

Sincerely,

Lori Bosco
Lori Bosco

WFS HR 11

COB 7/1



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 14, 1995

LORI BOSCO
1608 SEMINARY STREET
KEY WEST, FL 33040

SUBJECT: POOL WIZARD, INC.
Ref. Number: W95000014211

We have received your document for POOL WIZARD, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 795A00033904

ARTICLES OF INCORPORATION
OF
POOL WIZARD OF KEY WEST INCORPORATED

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be Pool Wizard of Key West, Inc., hereinafter referred to as the "corporation".

ARTICLE II

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

ARTICLE III

This corporation shall have all such powers as may be permissible to corporations under the laws of the State of Florida, and all powers necessary or desirable to accomplish the purposes and business of the corporation as hereinabove set forth in Article II.

ARTICLE IV

This corporation has the authority to issue one thousand shares of common stock with a par value of one dollars (\$1.00) per share.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The initial street address of the principal office of this corporation in the State of Florida is: 1608 Seminary Street, Key West, FL 33040. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII

This corporation shall have one (1) director initially. The number of directors may be increased or diminished for time to time, as provided in the By-Laws.

ARTICLE VIII

The name and address of the members of the first Board of Directors is Lori Bosco, 1608 Seminary Street, Key West, FL 33040. This director shall hold office until the first annual meeting or until their successors are elected or appointed and qualified as provided in the By-Laws.

ARTICLE IX

The name and address of the incorporator is: Lori Bosco, 1608 Seminary Street, Key West, FL 33040

ARTICLE X

Unless otherwise provided in the By-Laws, every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others. The By-Laws may provide that every stockholder is not to have the right to so purchase. The By-Laws may provide for cumulative voting for directors and may make provisions governing the issuance of stock certificates to replace lost or destroyed certificates. These directors shall be elected by the shareholder at each annual meeting and the officers shall be elected by the director at each annual meeting. The date of the annual meeting shall be fixed by the By-Laws.

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by the majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intentions that a certain amendment of these Articles of Incorporation may be made.

ARTICLE XII

The registered agent for service of process within this state shall be Lori Bosco of 1608 Seminary Street, Key West, FL 33040.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8
day of July 1995.

Lori Bosco

Lori Bosco
Subscriber/Incorporator

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Lori Bosco

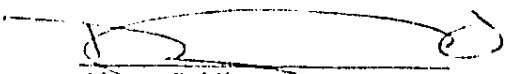
Lori Bosco
Registered Agent

STATE OF FLORIDA
COUNTY OF MONROE

BEFORE ME, a Notary Public in and for the State of Florida, duly qualified and acting as an officer aforesaid to take acknowledgments, personally appeared Lori Boseo to me well known and known to me to be the person who executed the foregoing Articles of Incorporation of Pool Wizard, Inc. and acknowledged that she executed the same for the purposes therein set forth.

WITNESS my hand and official seal at Key West, Monroe County, Florida this

8 day of July, 1995.


Notary Public, State at-Large

My Commission Number: CC 253449

My Commission Expires: Jan 15, 97

Daniilo A. Crespo

