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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: ISLAND POOLS AND SPAS, INC.  
FAX AUDIT NUMBER: H96000002107  
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DIVISION OF CORPORATIONS

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ARTICLES OF  
INCORPORATION  
OF  
ISLAND POOLS AND SPAS, INC.

ARTICLE I

NAME

The name of this corporation shall be Island Pools and Spas, Inc.

ARTICLE II

DURATION

This corporation shall exist perpetually.

ARTICLE III

PURPOSE

This corporation is organized for the following purposes: The general nature of the business to be transacted shall be the construction and maintenance of swimming pools and spas, and for any other purpose allowed under the laws of the State of Florida, and the laws of the United States of America, whichever is applicable.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue Six Thousand (6,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

Prepared by:

PAUL J. NICOLETTI, ESQUIRE

317 Tenth Street, W. Palm Beach, FL 33401

FL Bar No. 366269

(407) 659-5300

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## ARTICLE V

### PRE-EMPTIVE RIGHTS

Each 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 thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE VI

### BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

## ARTICLE VII

### CUMULATIVE VOTING

At each election for Directors each shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

## ARTICLE VIII

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 317 Tenth Street, West Palm Beach, Florida 33401-3317, and the name of the initial registered agent of this corporation at that address is PAUL J. NICOLETTI.

## ARTICLE IX

### INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time in accordance with the procedures specified in the corporate By-Laws, but the number of Directors shall never be fewer than one (1). The name and address of the initial Directors of this corporation are:

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**NAME**

**ADDRESS**

MARTIN LEVY

843 Blue Ridge Circle  
West Palm Beach, FL 33409

PETER A. NICOLETTI

946 S. Patrick Circle  
West Palm Beach, FL 33406

**ARTICLE X**

**INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

**NAME**

**ADDRESS**

PAUL J. NICOLETTI

317 Tenth Street  
West Palm Beach, FL 33401-3317

**ARTICLE XI**

Principal Office Address:

317 Tenth Street, West Palm Beach, FL 33401-3317

**ARTICLE XI**

This 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 subscriber has executed these Articles of Incorporation this 12<sup>th</sup> day of February, 1996.



PAUL J. NICOLETTI

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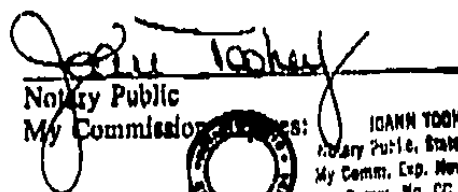

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ACKNOWLEDGEMENT OF ARTICLES OF INCORPORATION

STATE OF FLORIDA  
COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared PAUL J. NICOLETTI, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation, and that he did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 12<sup>th</sup> day of February, 1996.

  
Notary Public  
My Commission Expires:  JOANN TOOMEY  
Notary Public, State of Florida  
My Comm. Exp. Nov. 06, 1997  
Comm. No. CC 328733

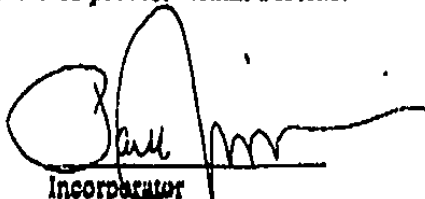
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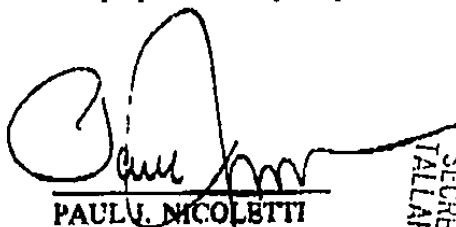
**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN FLORIDA NAMING AGENT UPON WHOM  
PROCESS CAN BE SERVED.**

In compliance with Section 48.901, Florida Statutes, the following is submitted:

**FIRST:** That Island Pools and Spas, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Palm Beach County, State of Florida, has named PAUL J. NICOLETTI, located at 317 Tenth Street, West Palm Beach, Florida 33401-3317, as its agent to accept service of process within Florida.

  
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, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
PAUL J. NICOLETTI

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TALLAHASSEE, FLORIDA

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