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MPIRE Toll Free: 1-800-432-3028



ARTICLES OF INCORPORATION
OF

BOB BINNIX POOLS, INC.

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

ARTICLE I - NAME

The name of the corporation is: BOB BINNIX POOLS,

ARTICLE II - DURATION

The term of existence of the corporation is perpetual

ARTICLE III - PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV CAPITAL STOCK

The aggregate number shares which the corporation has authority to issue is 1000 shares all of which shall be common shares with par value of 1.00.

ARTICLE V - PREEMPTIVE RIGHTS GRANTED

Each share holder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE VI - REGISTERED OFFICE

The street address of the initial registered office and the principal place of business for the corporation is 406 S.W. 75TH AVENUE, NORTH LAUDERDALE, FL 33068. The name of the initial registered agent at such address is ROBERT K. BINNIX.

ARTICLE VII - DIRECTORS

The business of the corporation shall be managed by the stockholders of the corporation rather than by a board of directors.

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

ROBERT K. BINNIX

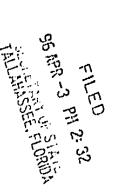
406 S.W. 75TH AVENUE

NORTH LAUDERDALE, FL 33068

Kolut K. BINNIX

ARTICLE IX - OFFICE OF CORPORATION

The address of the office of this corporation is: 406 S.W. 75TH AVENUE NORTH LAUDERDALE, FL 33068



ARTICLE X - COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence on the date of filing of the Articles of Incorporation.

ARTICLE XI - DESIGNATION OF THE REGISTERED AGENT

The name of the registered agent of this corporation.

ROBERT K. BINNIX

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 67.0501 Florida Statutes the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is: BOB BINNIX POOLS, INC.
- 2. The name and address of the registered agent and office is:

 ROBERT K. BINNIX

 406 S.W. 75TH AVENUE

 NORTH LAUDERDALE, FL 33068

SIGNATURE

TITLE

PRESTDENT

DATE

3-79-96

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

SIGNATURE

DATE

3-19-96