

P96000033428

HIGH, STACK, LAZENBY, PALAHACH, MAXWELL, MORGAN & PLATT

ATTORNEYS AT LAW

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ROBERT KING HIGH (1924-1997)
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March 14, 1996

FAX (407) 884-3411

3929 PONCE DE LEON BLVD.
CORAL GABLES, FL 33134
(305) 443-3320
FAX (305) 443-0880
FAX (305) 444-5370

PERMANENT REPLY TO:

Melbourne

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

200001787102
-04/19/96--01042--003
***122.50 ***122.50

Re: Precision Pool Care, Inc.
Articles of Incorporation


Dear Sir or Madam:

Enclosed please find an original and one copy of the above referenced Articles of Corporation for filing with your division. Please also find enclosed our check in the sum of \$122.50 to cover the cost of the filing fee and certified copy fee for same. I would like to request a telephone call from your office advising me of the identification number assigned to said corporation at your earliest possible convenience.

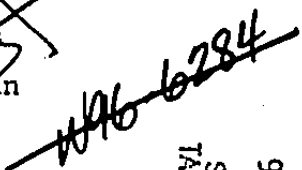
Please do not hesitate to contact me if you have any questions concerning the above and foregoing. Thank you for your assistance in this matter.

Very truly yours,


Clay D. Morgan


CDM/kjh
Enclosures

Called 3-22-96
No check


6851
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 APR 15 PM 4:04

FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 3, 1996

CLAY D. MORGAN, ESQ.
HIGH, STACK, LAZENBY, ET AL
525 E STRAWBRIDGE AVE
MELBOURNE, FL 32901

SUBJECT: PRECISION POOL CARE, INC.
Ref. Number: W96000006284

We have received your document for PRECISION POOL CARE, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 696A00015296

HIGH, STACK, LAZENBY, PALAHACH, MAXWELL, MORGAN & PLATT

ATTORNEYS AT LAW

**825 EAST STRAWBRIDGE AVENUE
MELBOURNE, FLORIDA 32901**

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**ROBERT KING HIGH (1924-1987)
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April 10, 1996

FAX (407) 954-2411

**3029 PONCE DE LEON BLVD,
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DEBORA RUSBY TOR

Melbourne

**Florida Department of State
Division of Corporations
Attention: Doris McDuffie
Post Office Box 6327
Tallahassee, Florida 32314**

**Re: Precision Pool Care, Inc.
Reference No.: W96000006284**

Dear Ms. McDuffie:

Enclosed is a copy of correspondence which I received from your office dated April 3, 1996, pertaining to Precision Pool Care, Inc. Please be advised that I have stopped payment on the check which should have been enclosed with the original Articles of Incorporation, and am enclosing my replacement check #2203 in the amount of \$122.50.

If you have any questions in regard to the foregoing, please do not hesitate to call my office. Thank you for your kind assistance. I remain,

Very truly yours,

Clay D. Morgan/so
Clay D. Morgan

**CDM/so
Enclosures**

ARTICLES OF INCORPORATION
OF
PRECISION POOL CARE, INC.

FILED
96 APR 15 PM 4:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED INCORPORATOR to these Articles of Incorporation is a natural person competent to contract and form a corporation under the laws of the State of Florida and does certify that he has become a corporation under and pursuant to the following Articles of Incorporation.

ARTICLE I

The name of this corporation is Precision Pool Care Inc.

ARTICLE II

The general nature of the business to be transacted by this corporation is to engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III

The corporation shall have all of the powers given to it by the laws of the State of Florida, now or hereafter, and specific powers herein enumerated shall not be construed as a limitation upon the powers of the corporation.

ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock with a nominal or par value of \$1.00.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The initial post office address of the principal office of this corporation is in the State of Florida, County of Broward, 5722 S. Flamingo Road, Fort Lauderdale, Florida 33330. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VII

This corporation shall have 1 director initially. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than one.

The names and addresses of the members of the first Board of Directors who will serve until the first annual meeting of shareholders or until his successor or successors are elected and shall qualify is:

Russ Morgan
11831 Royal Palm Blvd, Apt 23-301
Coral Springs, Fl 33065

ARTICLE VIII

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

Russ Morgan
11831 Royal Palm Blvd, Apt 23-301
Coral Springs, Fl 33065

ARTICLE IX

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 a majority of the stockholders entitled to vote thereon, unless all of these directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X

The registered agent of this corporation shall be Russ Morgan, and the address of the registered office of this corporation shall be 5777 S. Flamingo Road, Suite #206, Fort Lauderdale, Florida 33330.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 15th day of March, 1996.

Russ Morgan
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF BREVARD)

BEFORE ME, personally appeared Russ Morgan, who being first duly sworn and known to me to be the person who is named as the Incorporator of the foregoing Articles of Incorporation, acknowledged before me that he executed same.

WITNESS my hand and official seal in the county and state last aforesaid on this 15th day of March, 1996.

Billie Jo Hopwood-Avilla
Notary Public

My commission expires:




CERTIFICATE OF REGISTERED AGENT

FILED

96 APR 15 PM 4:04

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act: Precision Pool Care, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the City of Cocoa, County of Brevard, State of Florida, has named Russ Morgan, located at 5722 S. Flamingo Road, Suite 206, Fort Lauderdale, Florida 33330, as its agent to accept service of process for the above-stated corporation, at the place designated in this Certificate. I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.



Russ Morgan
Registered Agent

OFFICERS AND AGENTS

BOARD OF DIRECTORS:

Russ Morgan
11831 Royal Palm Blvd., Apt. 23-301
Coral Springs, Florida 33065

INCORPORATOR:

Russ Morgan
11831 Royal Palm Blvd., Apt. 23-301
Coral Springs, Florida 33065