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FILED
96 JUN 10 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 6, 1996

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Department of State
Divisions of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Subject : Celebrity Pool and Spa Center, Inc.

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check number 1580 in the amount of \$122.50.

Please return a stamped copy of the articles of incorporation in the envelope provided.

If you have any questions or require additional information, please let me know.

Sincerely,

THOMAS L. HOWARD

TLH:nmi

Enclosures : articles of incorporation
check #1580

6/11/96
JD 6

**ARTICLES OF INCORPORATION
OF
CELEBRITY POOL AND SPA CENTER, INC.**

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TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is CELEBRITY POOL AND SPA CENTER, INC.

ARTICLE II

The existence of the corporation shall begin on the fifth (5th) business day before the filing of these Articles of Incorporation.

ARTICLE III

The street address of the principal office of the Corporation is 1001 Jupiter Park Drive, Unit 121, Jupiter, Florida 33458.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 1,000, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 675 W. Indiantown Road, Suite 103, Jupiter, Florida 33458. The initial registered agent for the Corporation at that address is Thomas L. Howard.

ARTICLE VI

The initial board of directors shall consist of one member. The name and address of the person who will serve on the initial board of directors is: CAROLE L. GRIFFITH, 107 E. Hampton Way, Jupiter, FL 33458.

ARTICLE VII

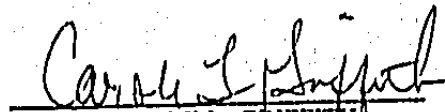
The name and street address of the person signing these articles of incorporation is: CAROLE L.

GRIFFITH, 107 E. Hampton Way, Jupiter, FL 33458.

ARTICLE VIII

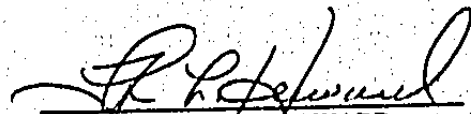
The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 6th day of June, 1996.


CAROLE L. GRIFFITH

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **CELEBRITY POOL AND SPA CENTER, INC.** at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).


THOMAS L. HOWARD

Date: June 6, 1996