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PENER WEIGHT ACCOUNT NO. 1 07210000032

REFERENCE | TODIAS, TES145

AUTHORIZATION :

COST LIMIT: \$ 122.50

ORDER DATE : August 6, 1996

ORDER TIME : 10:44 AM

ORDER NO. : 044215

CUSTOMER NO:

85145A

CUSTOMER: Ms. Karen Mclead

PORPOISE POOLS & PATIO, INC.

14480 62nd Street, North

Clearwater, FL 34620

DOMESTIC FILING

NAME:

CLEARWATER DEPOT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX ____ CERTIFIED COPY

__ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

04 790

200001144502

ARTICLES OF INCORPORATION

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS 96 AUG -6 AMID: 11

OF

CLEARWATER DEPOT, INC.

ARTICLE I: NAME

The name of this corporation is CLEARWATER DEPOT, INC.

ARTICLE II: DURATION

This corporation shall exist perpetually, commencing on the date of execution and acknowledgement of these Articles of Incorporation.

ARTICLE III: PURPOSE

This corporation is organized for the purpose of engaging in any and all activities or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV: CAPITAL STOCK

Initial Issue. This corporation is authorized to issue One Hundred (100) shares of common stock having a par value of \$1.00 per share. The stock as aforesaid shall be paid for in lawful money of the United States, or in property, labor or services at a just valuation to be fixed by the incorporator or by the Board of Directors at a meeting to be called for that special purpose.

All voting power of this corporation shall be vested in the common stock above designated.

ARTICLE V: PRINCIPAL OFFICE AND REGISTERED AGENT

The address of the principal office of this corporation is 14480 62nd Street, North, Clearwater, FL 34620 and the name of the registered agent of this corporation is 14480 62nd Street, North, Clearwater, FL 34620.

ARTICLE VI: INITIAL BOARD OF DIRECTOR

This corporation shall have one Director initially. The number of Director increased or decreased from time to time by the By-Laws of the corporation, but well have be less than one (1). The name and address of the Directors of this corporation until the first annual meeting of the Shareholders or until their successor(s) be elected and qualified are as follows:

Fred A. Thomas 14480 62nd Street, North, Clearwater, FL 34620

ARTICLE VII: INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE VIII: INCORPORATION

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

Fred A. Thomas 14480 62nd Street, North Clearwater, FL 34620

ARTICLE IX: PREEMPTIVE RIGHTS

The Shareholders of the corporation shall have preemptive rights to acquire their prorata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this <u>2nd</u> day of <u>August</u>, 1996.

Fred A. Thomas
Incorporator/Subscriber

Designation and Acceptance of Registered Agent for a Florida Corporation

Pursuant to the provisions of P.S. 607.0501, 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 CLEARWATER DEPOT, INC.
- 2. The name of the registered agent is FRED A. THOMAS.
- 3. The address of the registered agent/registered office is: 14480 62nd Street North, Clearwater, Florida, 34620.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree 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.

Fred A. Thomas

Date: August 2, 1996



The Perfect People For A Perfect Pool 8/

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

July 11, 1997

Re: Clearwater Depot, Inc. Ref. Number: P96000065681

To Whom It May Concern:

Pionse be advised that we have received a FEIN for the above referenced corporation.

The number is: 59-3406098.

Please add this number to your records for future reference. Thank you for your consideration in this matter.

Sincerely,

Karen S. McLead, CLA Certified Legal Assistant

Director of Legal & Administrative Affairs

Karen S. McKed

KSM/pt

14480 62nd St. N. • Clearwater, FL 34620

P.O. Box 6025 • Clearwater, FL 34618

Phone: 813-531-8913

FAX 813-536-8066