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TRINICAL MANUAL ACCOUNT NO. : 07210000032

REFERENCE: 064753 81022A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE: August 26, 1996

ORDER TIME : 8:40 AM

ORDER NO. : 064753

CUSTOMER NO: 81022A

CUSTOMER: William Schweikhardt, Esq

WILLIAM SCHWEIKHARDT, ESQUIRE

Suite 203

900 6th Avenue South Naples, FL 33940

DOMESTIC FILING

NAME:

POOLS OF GARDEN GATE, INC.

EFFECTIVE DATE:

XX____ARTICLES OF INCORPORATION

____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

___ CERTIFIED COPY

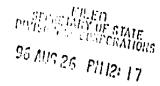
PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

300001931593 -08/26/96--01005--026 ****122.50 ****122.50



ARTICLES OF INCORPORATION OF POOLS OF GOLDEN GATE, INC.

BE IT KNOWN:

1, the undersigned Incorporator, do hereby form a Corporation under the laws of the State of Florida.

ARTICLE I

The name of this Corporation shall be: POOLS OF GOLDEN GATE, INC.

ARTICLE II

The general nature of the business to be transacted by the Corporation and its objects and powers shall be to conduct and carry on the business of pool supply sales and maintenance.

ARTICLE III

The maximum number of shares of stock which this Corporation is authorized to issue shall be 500 shares with a par value of \$1.00.

ARTICLE IV

The principal office of this Corporation shall be located at 4916 Golden Gate Parkway, Naples, Florida 33999.

ARTICLE V

The street address of the Corporation's initial register office and the name of the resident agent at that office shall be:

Agent:

William Schweikhardt

Office:

900 Sixth Avenue South

Suite 203

Naples, FL 34102

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above named Corporation, at the place indicated in this article, I hereby agree to act in this capacity, and agree to comply with the provisions of the Florida Statutes relative to keeping open the office.

William Schweikhardt, Resident Agent

ARTICLE VI

There shall be no board of directors of this Corporation. All of the duties of a board of directors shall be performed by and the business and affairs of this Corporation shall be managed by the shareholders of this Corporation.

	~	•=	
ART		. 14.	VII

The name and post office address of the Incorporator of this Corporation is as follows:

NAME . ADDRESS

WILLIAM SCHWEIKHARDT 900 Sixth Avenue South Naples, Florida 33940

1, the undersigned, being the original subscriber and Incorporator of the foregoing Corporation,

WITNESS my hand and seal this 23 day of August, 1996.

do hereby certify that the foregoing constitutes the ARTICLES OF INCORPORATION.

WILLIAM SCHWEIKHARDT, Incorporator