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PRESTICE HALL
LEGAL & FINANCIAL SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 156473 1429D

AUTHORIZATION : Patricia Pizutto

COST LIMIT : \$ 70.00

ORDER DATE : November 15, 1996

ORDER TIME : 9:54 AM

ORDER NO. : 156473-005

400002008074--1

CUSTOMER NO: 1429D

CUSTOMER: Mary Jo McIntyre, Legal Asst
CUMMINGS & LOCKWOOD

P. O. Box 413032
3001 Tamiami Trail, North
Naples, FL 33941-3032

DOMESTIC FILING

NAME: A1A POOL SERVICE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

FILED
96 NOV 15 AM 8:42
STATE
TAMPA

RECEIVED
96 NOV 15 PM 1:17
11-18-96
KR

**ARTICLES OF INCORPORATION
OF
AIA POOL SERVICE, INC.**

FILED
96 NOV 15 11 8:42
1750

THE UNDERSIGNED, acting as sole incorporator of a corporation to be formed under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

FIRST: The name of the corporation (the "Corporation") is:

AIA POOL SERVICE, INC.

SECOND: The initial principal office or mailing address of the Corporation is:

4280-D Hazel Avenue
Palm Beach Gardens, Florida 33410

THIRD: The aggregate number of shares that the Corporation is authorized to issue is TEN THOUSAND (10,000) shares of common stock, and the par value of each such share shall be ONE CENT (\$.01). Par value shall have no effect on the Corporation's capital structure.

FOURTH: The street address of the initial registered office of the Corporation is:

c/o Cummings & Lockwood
3001 Tamiami Trail North
Naples, Florida 34103

and the name of the Corporation's initial registered agent at such address is:

JOEL H. SCHECHTER

FIFTH: The name and address of the sole incorporator of the Corporation is:

JOEL H. SCHECHTER
c/o Cummings & Lockwood
3001 Tamiami Trail North
Naples, Florida 34103

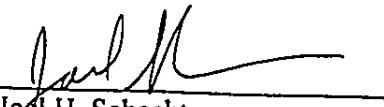
SIXTH: The number of directors constituting the initial Board of Directors of the Corporation is two (2) and the names and addresses of the persons who are to serve as directors of the Corporation until the first annual meeting of the shareholders of the Corporation, or until one or more successors have been elected and qualify, is as follows:

SCOTT R. THOMAS, Director
2860 Farragut Lane
West Palm Beach, Florida 33407

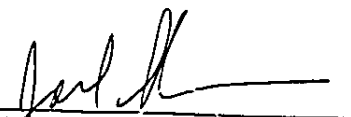
and

RICHARD V. SANTULLI, JR., Director
6701 Mallards Lane
Jupiter, Florida 33458

IN WITNESS WHEREOF, the undersigned, being the sole incorporator hereinbefore named, for the purpose of forming a corporation under the Florida Business Corporation Act has executed these Articles of Incorporation this 14th day of November, 1996.


Joel H. Schechter

I, JOEL H. SCHECHTER, having been designated to act as registered agent, hereby agree to act in this capacity.


Joel H. Schechter
Initial Registered Agent