P96000101357 BENNARDO & BENNARDO

ATTORNEYS AT LAW

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Control of the Contro

September 29, 2000

Corporate Records Bureau
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32301

000003412470-1 -10/03/00--01028--001 *****35.00 *****35.00

Re:

AQUA TECH POOLS & SPAS, INC.

Name change

Gentlemen:

Enclosed herewith please find an original and copy of Articles of Amendment to Articles of Incorporation of Aqua Tech Pools & Spas, Inc. I enclose a check in the sum of \$35.00 to the order of the Secretary of State.

Please file this Amendment and return a "filed" copy to this office in the envelope provided.

Thank you for your cooperation.

Very truly yours,

FRANK J. BENNARDO

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LLAHASSEE FLORINA

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

October 9, 2000

FRANK J. BENNARDO, ESQ. BENNARDO & BENNARDO, P.A. 1860 N.W. BOCA RATON BLVD. BOCA RATON, FL 33432

SUBJECT: AQUA TECH POOLS & SPAS INC.

Ref. Number: P96000101357

We have received your document for AQUA TECH POOLS & SPAS INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Delete FOURTH profit corporations do not have members.

If an amendment was approved by the shareholders, the date of adoption of the amendment and one of the following statements must be contained in the document:

(1) A statement that the number of votes cast for the amendment

by the shareholders was sufficient for approval.

(2) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

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 (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

IVISION OF CORPORATIONS

Letter Number: 900A000533449

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION AQUA TECH POOLS & SPAS, INC.

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, filed January 1, 1997, and assigned charter number P96000101357.

FIRST: The name of the corporation is AQUA TECH POOLS &

SPAS, INC.

SECOND: The following amendment of the Articles of

Incorporation was adopted by the corporation:

[Change of Name]

From: AQUA TECH POOLS & SPAS, INC.

To: FLA. POOLS & SPAS, INC.

THIRD: The amendment was adopted by the Board of Directors

on the 29day of September, 2000.

FOURTH: The amendment was approved by a majority of the

shareholders of the corporation on the 29th day of

September, 2000.

DATED: September 29, 2000

AQUA TECH POOLS & SPAS, INC.

(Seal)

By

James V. Viggiani, President

Attest:

Daniel Saraceno

Secretary

STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS.:

BEFORE ME personally appeared JAMES V. VIGGIANI, to me well known to me to be the individual described in and who executed the foregoing instrument as President of AQUA TECH POOLS & SPAS, INC.,

a Florida corporation, an acknowledged to and before me that he executed such instrument as President of said corporation, and that the seal affixed to the foregoing instrument is the corporate seal of said corporation and that it was affixed to said instrument by due and regular corporate authority and that said instrument is the free act and deed of said corporation.

WITNESS my hand and official seal this 29th day of September, 2000.

Notary Public

My commission expires:

Form	of ID:	
	Personally	known
	Other	-

LORRAINE A. RUFF
MY COMMISSION # CC 634788
EXPIRES: April 14, 2001
Bonded Thru Notary Public Underwriters