



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 10, 1996

SAMUEL J NUCCIO ESQUIRE
P O BOX 535
BIG PINE KEY, FL 33043

SUBJECT: TROPICAL SPAS AND PATIO SHOP, INC.
Ref. Number: W96000025892

FILED
96 DEC 13 PM 1:04
TALLAHASSEE, FLORIDA

Your check is being returned as it is not payable to this office. Please make your check payable to the Secretary of State and return it in order to complete your filing.

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 (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 096A00055153

*Please file enclosed
Articles. you
Thank
JMN*

F. CHESSEY DEC 17 1996

ARTICLES OF INCORPORATION
OF
TROPICAL SPAS AND PATIO SHOP, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation shall be Tropical Spas and Patio Shop, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence and shall commence upon filing hereof:

ARTICLE III - PURPOSE

This corporation is organized for the purpose of selling spas and patio products and for all business activities as permitted under local, state, and federal law.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares at \$5.00 par value common stock.

ARTICLE V - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is \$500.00.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 24643 Park Ave., Summerland Key, Fl. 33042-4413439 and the name of the registered agent of this corporation is Robert A. Jachelski.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have (2) Directors initially. The number of Directors may be increased or decreased from time to time by the by-laws. The names and addresses of the initial Directors are: Robert A. Jachelski, 24643 Park Dr., Summerland Key, Fl. 33042 and Mark A. Jachelski, 24643 Park Dr., Summerland Key, Fl. 33042.

ARTICLE VIII - INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation are Robert A. Jachelski, 24643 Park Dr., Summerland Key, Fl. 33042 and Mark A. Jachelski, 24643 Park Dr., Summerland Key, Fl. 33042.

ARTICLE IX - OFFICERS

The names and addresses of the initial officers of this corporation are: Robert A. Jachelski, President and Treasurer and Mark A. Jachelski, Vice President and Secretary.

ARTICLE X - SUBCHAPTER S

This corporation shall be a Subchapter S, "Small Business Corporation," as that term is described by Section 1371 of the Internal Revenue Code and said corporation shall have no more than 35 shareholders, not have a shareholder who is not an individual, nor have a shareholder who is a non-resident alien, nor shall there be more than one (1) class of stock.

In WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 3rd day of ~~November~~ December 1996.

Robert A. Jachelski
Robert A. Jachelski

Mark A. Jachelski
Mark A. Jachelski

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State and County aforesaid, personally appeared Robert A. Jachelski and Mark A. Jachelski known to me to be the persons who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 3rd day of ~~November~~ December 1996.



ROBERTA A MAJEWSKI
My Commission CC371084
Expires May 09, 1998
Bonded by ANB
800-852-6878

Roberta A. Majewski
Notary Public

My commission Expires:

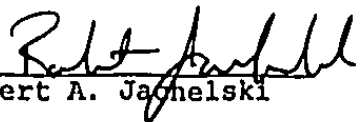
5-9-98

In pursuance of Chapter 48,091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: That Tropical Spas and Patio Shop, Inc., desiring to organize under the laws of the State of Florida, with its principal office indicated in the Articles of Incorporation at 24643 Park Dr., Summerland Key, Fl. 33042, Monroe County, State of Florida has named Robert A. Jachelski as its registered agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

By: 
Robert A. Jachelski

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