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ACCOUNT NO. : 072100000032

REFERENCE : 317037 7126844

AUTHORIZATION :

*Patricia Pizzuti*

COST LIMIT : \$ 70

ORDER DATE : April 2, 1997

ORDER TIME : 9:27 AM

ORDER NO. : 317037-005

CUSTOMER NO: 7126844

8000002167736--8

CUSTOMER: Ms. Susan G. Dysard  
MS. SUSAN DYSARD

1255 East Main Street

Bartow, FL 33830

DOMESTIC FILING

NAME: A.F.A.B. POOL SUPPLIES, 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: Christopher Smith

EXAMINER'S INITIALS: \_\_\_\_\_

TALLAHASSEE, FLORIDA

STATION - 6 MAY 11:47

DIVISION OF CORPORATION

97 MAY - 6 AM 10:59

RECEIVED

64 MAY - 6 1997

8

ARTICLES OF INCORPORATION  
OF

A.F.A.B. POOL SUPPLIES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

A.F.A.B. POOL SUPPLIES, INC.

The address of the principal office of this corporation shall be 1255 East Main Street, Bartow, Florida 33830, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1255 East Main Street, Bartow, Florida 33830, and the name of the initial registered agent of the corporation at that address is Susan Dysard.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Edward Adams, Jr.  
Dir.

130 High Street Southwest,  
Winter Haven, Florida 33880

Susan Dysard  
Dir.

130 High Street Southwest,  
Winter Haven, Florida 33880

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to  
these Articles of Incorporation:

Corporate Agents, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

The undersigned incorporator has executed these  
Articles of Incorporation on May 6, 1997.

Deborah D. Skipper  
It's Agent, Deborah D. Skipper  
Incorporator

CKS

ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF INCORPORATION

Susan Dysard, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

A. F. A. B. POOL SUPPLIES, INC.

Susan Dysard is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Susan Dysard

Typed Name: Susan Dysard

FILED  
JUL 11 1967  
TALLAHASSEE, FLORIDA