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(SAMPLE LETTER OF TRANSMITTAL)

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

DATE July 24, 1997

FILED
97 JUL 30 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Gator Pool Enterprises, Inc.
(Name of Corporation)

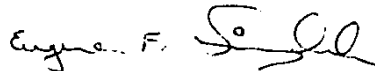
Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours.

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-07/30/97--01075--010
****122.50 ****122.50


Eugene F. Siuzdak
(Individual's Name)

Gator Pool Enterprises, Inc.
(Name of Corporation)

MAILING ADDRESS OF CORPORATION

7125 Lenape Circle

New Port Richey, FL 34653

PHONE

(813) 842-6445

Area Code

Number

Ext.

~~F. CHASER~~ AUG 1 1997

ARTICLES OF INCORPORATION

of

Gator Pool Enterprises, Inc.

(name of corporation)

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Gator Pool Enterprises, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

Seven Thousand Five Hundred (7,500)

The corporation is authorized to issue _____ shares of common stock, par value \$**1.00** per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS		
7125 Lenape Circle		
CITY	New Port Richey	FLORIDA ZIP 34653
Mailing address, if different		
STREET ADDRESS Same as above		
CITY	FLORIDA	ZIP

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME	Eugene F. Siuzdak		
ADDRESS	7125 Lenape Circle		
CITY	New Port Richey	FLORIDA	ZIP 34653

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) director~~s~~ initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name~~s~~ and address~~s~~ of the initial director~~s~~ of the corporation~~s~~ ^{is} as follows:

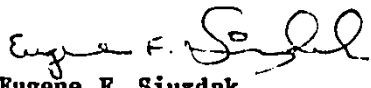
NAME	Eugene F. Siuzdak		
ADDRESS	7125 Lenape Circle		
CITY	New Port Richey	STATE	Florida ZIP 34653
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VIII - INCORPORATORS

The name~~s~~ and address~~s~~ of the incorporator~~s~~ signing these Articles of Incorporation ^{is} ~~are~~ as follows:

NAME	Eugene F. Siuzdak		
ADDRESS	7125 Lenape Circle		
CITY	New Port Richey	STATE	Florida ZIP 34653
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator~~s~~ ^{has} ~~have~~ executed these Articles of Incorporation this 25th day of July, 19 97.


Eugene F. Siuzdak (Signature)

____ (Signature)

____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

Gator Pool Enterprises, Inc.
(name of corporation)

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TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

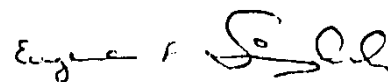
The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 7125 Lenape Circle
New Port Richey, Florida 34653

has named Eugene F. Siuzdak

located at the aforesaid address, as its registered agent to accept service of process within this state.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Eugene F. Siuzdak

(Signature)

July 25, 1997

(Date)