

97000073235
Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, FL 32314

Re:
Articles of Incorporation

Gentlemen:

Enclosed please find an original and one (1) copy of the Articles of Incorporation and a check in the amount of \$122.50

Should you have any questions regarding the foregoing please feel free to give this office a call at (904)-243-8865.

Thanking you in advance for your assistance on this matter, I remain

Sincerely,

John F. Marshall Jr.

John F. Marshall Jr.

Enc.

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EFFECTIVE DATE
8-21-97

AUG 25

BSB

FILED
97 AUG 22 AM 8:18
STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

EMERALD COAST BATH & IRRIGATION SUPPLY INC.

FILED

97 AUG 22 AM 8:18

CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
8-21-97

Article I - Name

The name of this corporation is Emerald Coast Bath & Irrigation Supply Inc.
and the office of the corporation shall be located at 36064 Emerald Coast Parkway
Destin, FL 32541.

Article II - Duration

This corporation shall exist perpetually, commencing with the date of execution
and acknowledgment of these Articles.

Article III - Purpose

This corporation is organized for the purpose of transacting any and all lawful
business permitted under the laws of the United States and Florida.

Article IV - Capital Stock

This corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par
value common stock.

Article V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 22 Bay Drive
N. E. Fort Walton Beach, FL 32548 and the name of the initial registered agent of this
corporation at that address is John F. Marshall Jr.

Article VI - Initial Board of Directors

This corporation shall have two (2) directors 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 names and addresses of the initial directors of this corporation are: C. Wayne Fisher Jr. 4029 Lauren Court Destin, FL 32541 and John F. Marshall Jr. 22 Bay Drive North East Fort Walton Beach, FL 32548.

Article VII - Incorporators

The name and address of the person signing these Articles are as follows: John F. Marshall Jr 22 Bay Drive N.E. Fort Walton Beach, FL 32548.

Article VIII - Preemptive rights

Every shareholder, upon the sale for cash or any stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article IX - By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the board of Directors and the Shareholders. By-Laws adopted by the Shareholders may be repealed or changed only by the Shareholders. By-Laws adopted by the Board of Directors may be repealed or changed by the Board of Directors or by the Shareholders.

Article X - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XI - Amendment of Articles of Incorporation

These Articles of Incorporation may be amended in any manner and by way of any procedure provided by law.

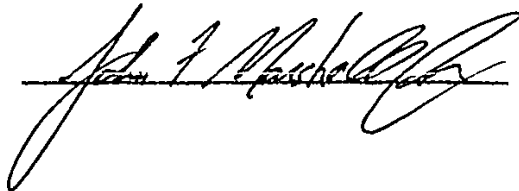
Article XII - Restriction of Transferability of Stock

The shares of the capital stock of this corporation shall be issued initially as set forth in Article IV. The shares held by the shareholders of this corporation may not be resold or otherwise transferred to any other person unless such shares are first offered to the remaining shareholders of the corporation or to the corporation. The price and terms of which and the time within which such shares may be offered and sold shall be further specified in the By-Laws of this corporation.

Article XIII - Tax Article

It is the intention of this charter that the directors shall sell the capital stock of this corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned subscriber has hereunto executed these Articles of Incorporation this 21st day of August, 1997.

A handwritten signature in cursive script, appearing to read "John F. Marshall", is written over a horizontal line.

STATE OF FLORIDA

COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 21st day of August 1997 by
John F. Marshall who is personally known to me and did take an oath.

Cindy Jo Ley

Notary Public

Serial #

My commission Expires:



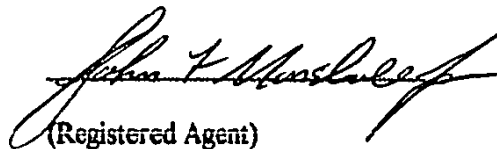
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in
compliance with said Act:

First - that Emerald Coast Bath & Irrigation Supply Inc., desiring to organize
under the laws of the State of Florida with its principal office, as indicated in the articles of
incorporation at Destin , County of Okaloosa State of Florida, has named John F.
Marshall Jr., located at 22 Bay Drive N. E. Fort Walton Beach State of Florida, as its
agent to accept service of process within this state.

ACKNOWLEDGMENT:

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


(Registered Agent)

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CLERK OF DISTRICT COURT
STATE OF FLORIDA