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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 SEP 16 PM 12:30

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

Subject: AMERICAN POOLCLEAN CORPORATION

Enclosed please find an original and two copies of the articles of incorporation for the above named corporation and check in the amount of \$ 122.50.

FROM:

PRIEST ACCOUNTING

NAME

P.O. BOX 620386

ADDRESS

OVIEDO, FL. 32762

CITY, STATE, & ZIP

(407) 365-7961

TELEPHONE NUMBER

100002294391--3  
-09/16/97--01050--006  
\*\*\*\*122.50 \*\*\*\*122.50

D. BROWN SEP 17 1997

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ARTICLES OF INCORPORATION

OF

AMERICAN CLEANPOOL CORPORATION

The undersigned incorporator(s), or the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I  
NAME OF CORPORATION

The name of the corporation shall be: American Cleanpool Corporation

The principal place of business and mailing address of this corporation shall be:

3600 Kayla Circle  
Oviedo, FL 32765

ARTICLE III  
CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares.

ARTICLE IV  
TERM OF CORPORATE EXISTENCE

This corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of filing of these Articles of Incorporation by the Department of State.

ARTICLE V  
CORPORATE PURPOSE

The corporation may engage in any activity of business permitted under the laws of the United States and the State of Florida.

**ARTICLE VI**  
**REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

Guillermo Franco  
3600 Kayla Circle  
Oveido, FL 32765

**ARTICLE VII**  
**INCORPORATOR(S)**

The name and street address of the incorporator(s) to these Articles of Incorporation is:

Guillermo Franco-3600 Kayla Circle, Oviedo, Fl 32765  
Carmen Franco-3600 Kayla Circle, Oviedo, Fl 32765

**ARTICLE VIII**  
**BY-LAWS**

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors.

**ARTICLE IX**  
**ACTION BY DIRECTORS WITHOUT A MEETING**

The directors of this corporation may take action by written consent, as provided by law.

**ARTICLE X**  
**DIRECTORS**

The business of this corporation shall be managed by a Board of Directors consisting of Guillermo Franco, Carmen Franco, and Marisa Franco. These names may change. The Corporation shall have a president, a vice president, a secretary, and a treasurer and may have additional and assistant officers. A person may hold more than one office. Names of initial directors:

Guillermo Franco - President  
Marisa Franco - Vice President  
Carmen Franco - Secretary/Treasurer

**ARTICLE XI  
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**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders as subject to this reservation.

The undersigned has executed these Articles of  
Incorporation this 14<sup>th</sup> day of September, 1977

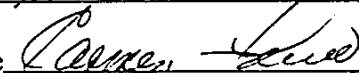
Signature



Title

President

Signature



Title

Secretary-Treasurer

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: American Cleanpool Corporation

The name and address of the registered agent and office is:

Guillermo Franco  
3600 Kayla Street  
Oviedo, FL 32765

SIGNATURE



TITLE

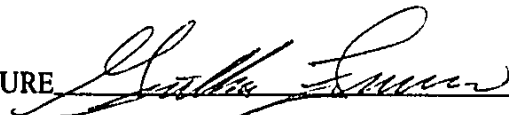
President

DATE

Sept 14, 1997

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 PERFORMANCES OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



DATE

Sept 14, 1997