

P97000084876

Eileen E. King

6151 Eagles Nest Drive - Jupiter, FL 33458

(561) 745-6988

September 26, 1997

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

Attention: New Filings

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*****122.50 *****122.50

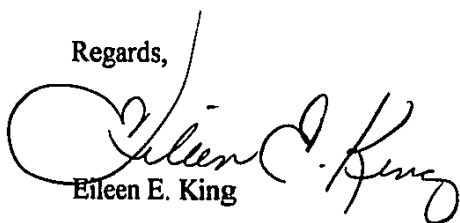
Gentlemen:

Per your instructions, enclosed are my ARTICLES OF INCORPORATION for.....
TROPICAL POOL SERVICE, INC. and my check in the amount of \$122.50, covering the cost
of filing and having a certified copy returned to me.

Please issue me a charter number and a certificate of Incorporation.

Your cooperation is extremely appreciated.

Regards,


Eileen E. King

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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SEPTEMBER 26, 1997

PAGE 1

ARTICLES OF INCORPORATION

OF

TROPICAL POOL SERVICE, INC.

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We, the undersigned, do hereby associate ourselves in order to form a corporation for the purpose hereinafter stated and do hereby certify as follows:

1. The name of this corporation will be:

TROPICAL POOL SERVICE, INC.

2. The general nature of the business is to be transacted by this corporation, together with, and in addition to, those powers conferred by the law of this state and the principles of common law upon corporations, is the following:

To clean, treat and otherwise add and balance the chemicals in the water in all types of swimming pools and spas. To clean and maintain pool decks, patios and pool equipment.

3. In furtherance, and not in limitation, of the general powers conferred by law and the objects and purposes herein set forth, this corporation will also have the following powers.
 - a. To take, own, hold, deal in, mortgage or otherwise give liens against, and to lease, sell, exchange, transfer, or in any manner whatsoever buy or dispose of real property wherever situated.
 - b. To manufacture, purchase or acquire, and to hold, own, and in any manner dispose of and deal with goods, wares, merchandise and personal property wherever situated.
 - c. To enter into and perform contracts of every kind; to acquire and deal with its own stock, or stocks of other corporations; to guarantee another's debts in furtherance of the lawful purposes of the corporation; to become a partner in any lawful business or venture.
 - d. To establish profit-sharing, pension and other employee plans.

SEPTEMBER 26, 1997

PAGE 2

ARTICLES OF INCORPORATION

OF

TROPICAL POOL SERVICE, INC.

- e. To acquire the assets and good will of any person, firm or corporation, and to pay for such assets and good will in cash, stock of the corporation, or otherwise, or by undertaking any of the liabilities of the transferor; to hold or in any manner dispose of the property so acquired; to conduct in any lawful manner the whole of any part of any business so acquired, and to exercise all the powers necessary or convenient in and about the conduct and management of such business.
 - f. To apply for, purchase, register or in any manner to acquire and dispose of patents, licenses, copyrights, trademarks, trade names, inventions or other rights, to work, operate or develop the same; and to carry on any business which may directly or indirectly effectuate these objects.
 - g. Without a limit as to amount, to draw, make, accept, endorse, discount, and issue notes, drafts, bills of exchange, bonds, debentures, and other negotiable instruments and evidences of indebtedness, to the maximum extent permitted by law.
 - h. To have one or more offices; to conduct its business and promote its objects within and without the state.
 - I. To carry on any other business in connection with the foregoing, and with all the powers conferred upon corporations by the laws and statutes of the state.
4. The aforesaid enumerated powers are to be construed both as purposes and powers, and will not be limited or restricted by reference to or inference from any of the terms of any provisions herein; nor shall the expression of one thing be deemed to exclude another, although it is like in nature.

SEPTEMBER 26, 1997

PAGE 3

ARTICLES OF INCORPORATION

OF

TROPICAL POOL SERVICE, INC.

5. The amount of the total authorized capital stock which may be issued by the corporation is (100), One Hundred, shares of common stock of NO PAR VALUE. All or any part of said capital stock may be payable either in cash, property, labor or services at a just valuation to be fixed by the Board of Directors, and the judgement of such directors as to the value shall, in the absence of fraud, be conclusive upon the stockholders and parties dealing with the corporation. The capital stock may be issued and paid for at such time or terms and conditions as the directors may determine and the amount of the capital stock increased or decreased in the manner provided by law; provided, however, that the stock of the corporation shall be non-assessable.
6. The amount of capital with which this corporation shall begin business is \$1,000.00.
7. The existence of this corporation shall be perpetual.
8. The principal office of this corporation in the state is to be located at 6151 Eagles Nest Drive, in the city of Jupiter, and the agent in charge thereof shall be Eileen E. King.
9. The number of directors of this corporation shall not be less than ONE.
10. The names and mailing addresses of the Board of Directors and Officers who, subject to the provisions of these Articles and Bye-Laws to be adopted, shall hold office until their successors are elected and qualified are:

P/D:	Eileen E. King	6151 Eagles Nest Drive Jupiter, FL 33458
V/D:	Trina A. King	6151 Eagles Nest Drive Jupiter, FL 33458
S/T/D	Alex G. Ginossi	6151 Eagles Nest Drive Jupiter, FL 33458

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SEPTEMBER 26, 1997

PAGE 4

ARTICLES OF INCORPORATION

OF

TROPICAL POOL SERVICE, INC.

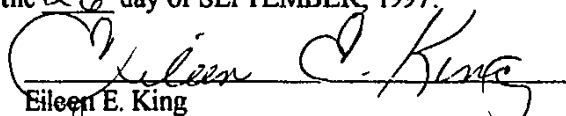
11. The names and mailing addresses of each subscriber to these Articles of Incorporation, and the number of shares of stock of this corporation which each agrees to take and pay for is as follows:

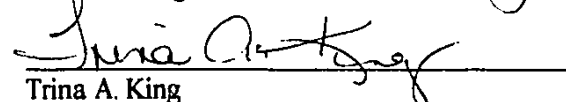
Eileen E. King	90 Shares	6151 Eagles Nest Drive Jupiter, FL 33458
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Trina A. King	10 Shares	6151 Eagles Nest Drive Jupiter, FL 33458
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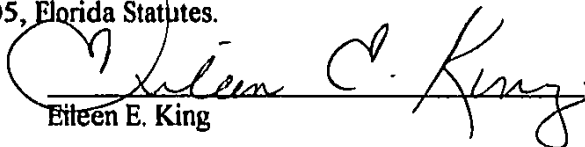
the proceeds of which shall amount to at least the sum stated in paragraph 6 of these Articles.

IN WITNESS WHEREOF, we being all the original subscribers to the capital stock of this corporation for the purpose of forming a corporation, do make and file these Articles, and accordingly set our hands and seals the 26 day of SEPTEMBER, 1997.


Eileen E. King


Trina A. King

I hereby accept the appointment as registered agent for said corporation. I am familiar with, and accept the obligations of, section 607.0505, Florida Statutes.


Eileen E. King

SEPTEMBER 26, 1997

PAGE 5

ARTICLES OF INCORPORATION

OF

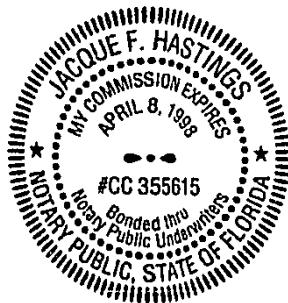
TROPICAL POOL SERVICE, INC.

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, the undersigned authority, personally appeared Eileen E. King and Trina A. King, known to me to be the persons described in and who signed and executed the foregoing Articles of Incorporation, and did acknowledge that they signed the foregoing and that the facts are true and correct.

IN WITNESS WHEREOF, I have set my hand and official seal the 26 day of September, 1997.

SEAL:



Jacques F. Hastings
NOTARY PUBLIC, My commission
expires: April 8, 1998