

P97000093917

DOWNTOWN BUSINESS SERVICES

October 29, 1997

Secretary of State
Corporation Division of New Filings
P.O. Box 6327
Tallahassee, FL 32314

000002335240-4
-10/31/97-01071-008
****122.50 ****122.50

Re: Pool Interiors, Inc.

To whom it may concern:

Enclosed is an original and one copy of the Articles of Incorporation for the above named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50, representing payment of fees, as follows:

Filing Fee	\$ 35.00
Designation & Acceptance of Registered Agent....	35.00
Certified Copy Fee	<u>52.50</u>
TOTAL	\$ 122.50

Please file the enclosed Articles of Incorporation and return the certified copy to the undersigned.

Thank you for your attention in this matter.

Sincerely,


David R. Portlock

DRP/jh

enclosures: Articles of Incorporation (2)
Check for \$122.50

FILED
97 OCT 31 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


10/31/97

ARTICLES OF INCORPORATION
OF
POOL INTERIORS, INC.

97 OCT 31 AM 10:43
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is:

POOL INTERIORS, INC.

ARTICLE II - PRINCIPAL OFFICE

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

1122 CHELSEA PARC DRIVE
CLERMONT, FL 34711

ARTICLE III - GENERAL NATURE

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida, including but not limited to the construction, surfacing, resurfacing, cleaning and maintenance of swimming pools.

ARTICLE IV - SHARES

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS

The registered agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

CHAD A. DRAPER
1122 CHELSEA PARC DRIVE
CLERMONT, FL 34711

ARTICLE VI - DIRECTORS

This corporation shall initially have TWO directors. The number of directors may be increased or decreased from time to time by the by-laws adopted by the stockholders but shall never be less than one. The persons named as initial director shall hold office for the first year of the existence of this corporation or until successors are elected or appointed and has qualified, whichever comes first.

The name of the initial directors of this corporation and his street address is:

- 1) CHAD A. DRAPER
1122 CHELSEA PARC DRIVE
CLERMONT, FL 34711
- 2) WAYNE HALES
279 LAURENBURG LANE
OCOE, FL 34761

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the incorporator is:

CHAD DRAPER
1122 CHELSEA PARC DRIVE
CLERMONT, FL 34711

ARTICLE VIII - TERM OF EXISTENCE

The corporation shall have perpetual existence commencing on the date of the filing of these articles.

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a Shareholder's Meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE X - SECTION 1244

The subscriber desires the corporate stock be issued pursuant to Section 1244 of the Internal Revenue Code and to be taxed as a Subchapter S corporation.

ARTICLE XI - OFFICERS

The name of the officers of the corporation are:

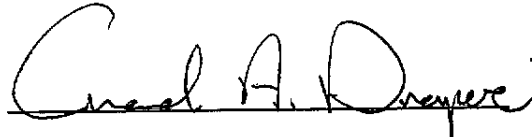
PRESIDENT:

CHAD A. DRAPER

VICE PRESIDENT:

ERIC OLIVARES

IN WITNESS WHEREOF the undersigned as incorporator has executed the foregoing Articles on this, the 28th day of October, 1997.



STATE OF FLORIDA)

COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this, the 28th day of October 1997, by Chad A. Draper, on behalf of the corporation. He is personally known to me and did not take an oath.


NOTARY PUBLIC

David R Portlock


My Commission CC650299

Expires May 26, 2001

ACCEPTANCE OF REGISTERED AGENT

Having been named in these Articles of Incorporation as Registered Agent to accept service of process for the above named corporation, at the place designated in Article V, the undersigned accepts the designation as Registered Agent and agrees to act in this capacity and agrees to comply with the provisions of Florida law relative to keeping the designated office open.

Date: October 28, 1997



Registered Agent

STATE OF FLORIDA)

COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this, the 28th day of October 1997 by Chad A. Draper on behalf of the corporation. He is personally known by me and did not take an oath.


Notary Public

 David R Portlock
My Commission CC650299
Expires May 26, 2001

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