



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 673117 135010A

AUTHORIZATION :

COST LIMIT : ~~PPD~~ 129050

ORDER DATE : January 19, 1998

ORDER TIME : 10:13 AM

ORDER NO. : 673117-005

CUSTOMER NO: 135010A

CUSTOMER: Roger L. Waltemyer, Esq
ROGER L. WALTEMYER, ESQ

3443 Hancock Bridge Parkway

N. Fort Myers, FL 33903

7000002404127--2

DOMESTIC FILING

NAME: SAPHIRE POOLS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 20 AM 10:46

RECEIVED
98 JAN 20 AM 8:41
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

SAPHIRE POOLS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 20 AM 10:46

The undersigned incorporator(s) to these Articles of Incorporation, are natural person(s) competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be SAPHIRE POOLS, INC..

ARTICLE II

The general nature of the business, and the objects and purposes proposed to be transacted and carried on, are to do any and all of the things herein mentioned as fully and to the same extent as natural persons might or could do, viz., the corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida and shall possess all of the powers granted corporations under the provisions of Chapter 607, Florida Statutes.

ARTICLE III

The authorized capital stock of this corporation shall be 100 shares of common stock having a par value of \$5.00 per share.

ARTICLE IV

The amount of capital with which this corporation shall commence business shall be \$500.00.

ARTICLE V

**This corporation shall commence upon compliance with the requirements of Florida Law,
and its existence shall be perpetual.**

ARTICLE VI

**The names and post office address of the incorporator(s) to the Certificate of Incorporation
are:**

NAME

ADDRESS

CLAUDIA FOSTER

2071 S.E. 28TH STREET

CAPE CORAL, FL 33904

The incorporator is over the age of eighteen years and is a resident of the State of Florida.

ARTICLE VII

**The name and street address of the members of the first Board of Directors who shall hold
office for the first year of existence of the corporation or until successors are elected or appointed
pursuant to the By-Laws of this corporation, are as follows:**

CLAUDIA FOSTER

2071 S.E. 28TH STREET

CAPE CORAL, FL 33904

ARTICLE VIII

**The corporation shall be governed by a Board of not less than 1 nor more than 7 directors,
with the exact number to be established by the By-Laws.**

ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Stockholders, and approved at a Stockholders Meeting by a majority of the stockholders entitled to vote thereon, unless all directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE X

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

That SAPHIRE POOLS, INC. desiring to organize under the Laws of the State of Florida, with its registered office at 2071 S.E. 28TH STREET, CAPE CORAL, FL 33904 has named CLAUDIA FOSTER of 2071 S.E. 28TH STREET, CAPE CORAL, FL 33904 as its registered agent to accept service of process within this State at the principal place of business at 2071 S.E. 28TH STREET, CAPE CORAL, FL 33904. The principal address and the registered agent address are the same.

IN WITNESS WHEREOF, we have hereunto set our hand and seal this 9th day of January, 1998.

As to all Incorporators:

Patricia M. De Haen
Witness

Claudia M. Foster (SEAL)
CLAUDIA FOSTER

Roger L. Walkey
Witness

STATE OF FLORIDA

COUNTY OF LEE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 20 AM 10:46

Before me, the undersigned authority, personally appeared CLAUDIA FOSTER, to me known to be the person described in the foregoing Articles of Incorporation, who, after being duly sworn, deposes and says that she executed the said Articles of Incorporation for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 9th day of January, 1998.

My commission expires:

Roger L. Waltemyer
Notary Public

OFFICIAL NOTARY SEAL
ROGER L. WALTEMYER
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC391382
MY COMMISSION EXP. AUG. 17, 1998

PRINTED NAME OF NOTARY PUBLIC

ACKNOWLEDGMENT

Having been named to accept service of process for the foregoing corporation, at the 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.

Claudia M. Foster
CLAUDIA FOSTER, Registered Agent