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6/04/98

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FROM: ACE INDUSTRIES, INC.  
54 NW 11TH ST

MIAMI, FL 33136-2890 US

CONTACT NAME: PAM FRIEDMAN

PH: (305)358-2571

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CORPORATE NAME: ALL STAR POOLS INC.

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98 JUN -4 AM 11:20  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

pm 6/4/98



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 4, 1998

ACE INDUSTRIES

SUBJECT: ATLANTIS POOLS INC.  
REF: W98000012738

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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Neyssa Culligan  
Document Specialist

FAX Aud. #: H98000010377  
Letter Number: 498A00031373

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H98-10377

## ARTICLES OF INCORPORATION

Article 1: Name of Corporation: ALL STAR POOLS OF SOUTH FLORIDA INC.

Address of Corporation: 9861 SOUTHWEST 103rd STREET  
MIAMI, FL 33176

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000, with a par value of \$1.00.  
(PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: RAMON BRANGER

REGISTERED OFFICE: 8814 SOUTHWEST 72nd STREET  
MIAMI, FL 33173

\* I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.

06 / 04 / 98  
Date

  
Signature of Registered Agent


Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED).  
First listed is President, second is Vice President, then Secretary/Treasurer.

1. RAMON BRANGER, 8814 SOUTHWEST 72nd STREET, MIAMI, FL 33173
2. JAVIER GOMEZ, 910 NORTHWEST 128th COURT, MIAMI, FL 33186
3. JOSE GOMEZ, 910 NORTHWEST 128th COURT, MIAMI, FL 33186

Article 5: The NAME and ADDRESS of the INCORPORATOR is:

RAMON BRANGER  
8814 SOUTHWEST 72nd STREET  
MIAMI, FL 33173

In witness whereof, I have subscribed my name:

  
Signature of Incorporator

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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Prepared by: Ace Industries, Inc., 54 NW 11th Street, Miami, FL 33136, (305) 358-2571