

P98000050628

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H99000021645 9)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:  
Division of Corporations  
Fax Number : (850) 922-4000

From:  
Account Name : BROAD AND CASSEL (BOCA RATON)  
Account Number : 076376001555  
Phone : (561) 483-7000  
Fax Number : (561) 483-7321

FILED  
99 AUG 30 PM 4:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

U.S. POOL CORP.

23094-0001

RECEIVED  
99 AUG 30 PM 2:57  
DIVISION OF CORPORATIONS

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$35.00

Amendment  
8/31/99

DC



**FLORIDA DEPARTMENT OF STATE**  
**Katherine Harris**  
Secretary of State

August 30, 1999

U.S. POOL CORP.  
1499 W. PALMETTO PARK RD.  
STE. 100  
BOCA RATON, FL 33486

SUBJECT: U.S. POOL CORP.  
REF: F98000050628

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 FAX audit number must be on the top and bottom of each page of the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson  
Corporate Specialist

FAX Aud. #: H99000021645  
Letter Number: 699A00043222

Fax Audit Number: H99000021645

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
U.S. POOL CORP.

(DOCUMENT NO. P98000050628)

FILED  
99 AUG 30 PM 4:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act (the "Act"), the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The following Amendment to the Articles of Incorporation to increase the number of authorized shares of the Company's Common Stock from an aggregate of 12,000,000 shares to an aggregate of 15,000,000 shares was adopted by the Directors of the Corporation as of July 1, 1999 and by a majority of the Shareholders of the Corporation, the number of votes cast being sufficient for approval as of July 1, 1999, in the manner prescribed by Section 607.1003 of the Act:

RESOLVED, that Article 5 of the Corporation's Articles of Incorporation shall be amended in its entirety to read as follows:

"ARTICLE 5

The aggregate number of shares which this Corporation shall have authority to issue is Fifteen Million (15,000,000) shares of Common Stock, having a par value of ONE CENT (\$.01) per share, which shares of Common Stock, as a class, shall have unlimited voting rights and are entitled to receive the net assets of this Corporation upon dissolution."

2. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.

IN WITNESS WHEREOF, the undersigned being the President of the Corporation, has executed these Articles of Amendment to Articles of Incorporation of U.S. Pool Corp., this 1<sup>st</sup> day of July, 1999.

U.S. POOL CORP., a Florida corporation

By:   
Leland M. Morris, President

Michael D. Karsch, Esq.  
Florida Bar Number 0132195  
Broad and Cassel  
7777 Glades Road, Suite 300  
Boca Raton, Florida 33434  
Telephone (561) 483-7000  
Fax Audit Number: H990000216.45