

WET

STRUCTURES
POOLS & SPAS, INC.

P.O. Box 957
Windermere Florida 34786

798000056667

FILED
98 JUN 23 AM 8:02
TALLAHASSEE, FLORIDA

June 18, 1998

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-06/23/98-01023-006
***122.50 ***122.50

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

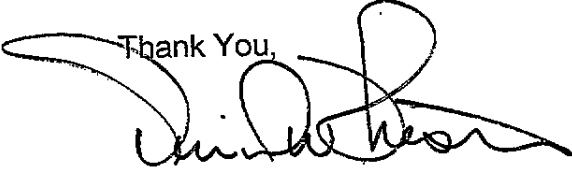
Ref.: WET STRUCTURES POOLS & SPAS, INC.

Please find enclosed two (2) original copies of the "Articles of Incorporation" for the above reference Corporation. A check in the amount of \$122.50 to cover the various fees related to this filing.

Please return one certified copy for our records to:

Wet Structures Pools & Spas
P.O. Box 957
Windermere, Florida 34786

Thank You,


Daniel W. Theisen

Phone: (407) 909-0220
Fax: (407) 876-1093

F. CHESSE

JUN 25 1998

ARTICALS OF INCORPORATION
OF
WET STRUCTURES POOLS & SPAS, INC.

We, the undersigned incorporators, having associated ourselves together for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation is WET Structures Pools & Spas, Inc.

ARTICLE II

PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as amended from time to time.

In furtherance, and not in limitation, of the general powers conferred by the laws of the State of Florida, and the purposes set forth herein, it is expressly provided that the Corporation shall also have the power to do any and all things, directly or indirectly, necessary suitable, convenient or proper for, or in connection with, or incidental to, the accomplishment of any one or more of the purposes enumerated herein, or to promote the interests of this Corporation, and in general to do any and all things and to exercise any and all powers which it may now or hereafter be lawful for the Corporation to do or to exercise under the laws of the State of Florida that may now or hereafter become applicable to the Corporation.

ARTICLE III

INITIAL BUSINESS

The initial business that the Corporation intends to conduct is

ARTICLE IV

AUTHORIZED CAPITAL

The Corporation shall have the authority to issue a total of 1000 shares of capital stock, without par value. Said capital stock may be issued for such consideration as determined from time to time by the Board of Directors, and said consideration shall be paid in at such times and upon such conditions as the Board of Directors may direct, either in cash or by services actually rendered to the Corporation, or by real Personal or mixed property transferred to it. The determination of the Board of Directors as to the value of any property or services received by the Corporation in exchange for stock shall be conclusive.

ARTICLE V

REGISTERED AGENT

The name of address of the initial registered agent of the Corporation, who has been a bona fide resident of Florida for the last three (3) years, is:

Daniel W. Theisen
224 E. 7TH Avenue
P.O. Box 823
Windermere, Florida 34786

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ARTICLE VI

PLACE OF BUSINESS

The initial principal office of the Corporation shall be:

224 E. 7TH Avenue
P.O. Box 823
Windermere, Florida 34786

ARTICLE VII

BOARD OF DIRECTORS

The number of persons to serve on the Board of Directors of the Corporation will be fixed by the by-laws of the Corporation. The initial Board of Directors of the Corporation shall consist of three (3) Directors. The persons who shall serve as directors until the first meeting of the shareholders or until their successors are elected and qualify are:

Names	Addresses
Daniel W. Theisen	P.O. Box 823, 224 7 th Ave, Windermere, Florida 34786
Sara B. Glausier	P.O. Box 2212, 224 7 th Ave, Windermere, Florida 34786
Ward D. Theisen	P.O. Box 403, 628 Forrest St., Windermere, FL 34786

ARTICLE VIII

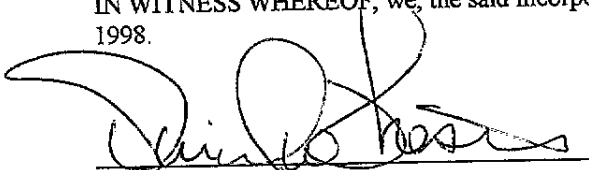
INCORPORATORS

The names and addresses of the incorporators of the Corporation are:

Names	Addresses
Daniel W. Theisen	P.O. Box 823, 224 7 th Ave, Windermere, Florida 34786
Sara B. Glausier	P.O. Box 2212, 224 7 th Ave, Windermere, Florida 34786
Ward D. Theisen	P.O. Box 403, 628 Forrest St., Windermere, FL 34786

All powers, duties and responsibilities of the incorporators, as incorporators, shall cease at the time of filing of these Articles of Incorporation with the Florida Department of State, Division of Corporations.

IN WITNESS WHEREOF, we, the said incorporators, have hereunto set our hands this the 8th day of June 1998.


Daniel W. Theisen


Sara B. Glausier



Ward D. Theisen

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
County of Orange

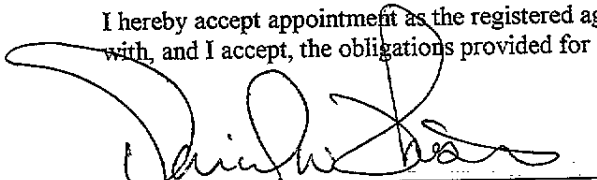
ON THIS, the ^{18th} day of June 1998, before me, the undersigned officer, personally appeared DANIEL W. THEISEN, known to me to be the person whose name is subscribed to the within Articles of Incorporation and acknowledged that he has executed the same for the purposes therein contained.
SHOWN FLORIDA DLNT25019470830
IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public

 Jennifer R. Johnson
My Commission CC712365
Expires January 29, 2002

ACCEPTANCE BY REGISTERED AGENT

I hereby accept appointment as the registered agent of **WET Structures Pools & Spas, Inc.** I am familiar with, and I accept, the obligations provided for in Florida Statute § 607.325.


Daniel W. Theisen