

P98000057659

CARLOS & WILLIARD, P.A.
 999 Ponce de Leon Blvd.
 Suite 1000
 Coral Gables, Florida 33134

City/State/Zip Phone #

300002573673--4
 -06/26/98--0108D--002
 ****122.50 ****122.50

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
 98 JUN 26 AM 10:25
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Handwritten initials and date: CJB 6-29-98

Examiner's Initials	
---------------------	--

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation:

1. The name of the Corporation is: POOL PRO LEAK DETECTORS, INC.
2. The mailing address for the corporation shall be 8304 S.W. 206 Terrace, Miami, Florida 33189.
3. The period of its duration is perpetual.
4. The purpose is to engage in activities or business permitted under the laws of the United States and Florida.
5. The corporation shall have authority to issue 5,000 shares, all of one class, \$1.00 par value.
6. The address of its initial registered office is 8304 S.W. 206 Terrace, Miami, Florida 33189, and the name of its initial registered agent at said address is SONNIA SUAREZ.
7. The number of directors constituting its initial board of directors is two (2) whose name(s) and addresses are:

<u>NAME</u>	<u>ADDRESS</u>
Ivan Suarez	8304 S.W. 206 Terrace Miami, FL 33189
Alfredo Rodriguez	2640 S.W. 92 Place Miami, FL 33165

FILED
 98 JUN 26 AM 10:25
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

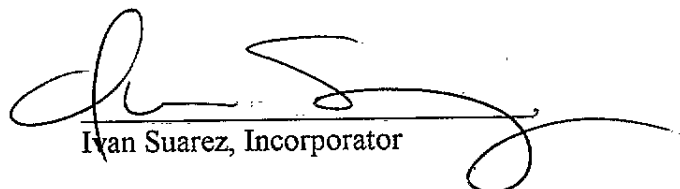
8. The name and address of the Incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Ivan Suarez	8304 S.W. 206 Terrace Miami, FL 33189

9. Preemptive Rights shall be as follows: The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Shareholders, such of the shares of the stock of this corporation as may be issued for

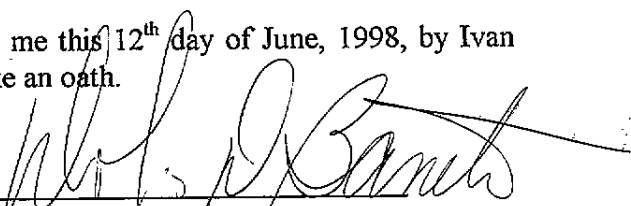
money (money, or any property or services) from time to time, in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (authorized and issued).

DATED this 12th day of June, 1998.


Ivan Suarez, Incorporator

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged by me this 12th day of June, 1998, by Ivan Suarez, who is personally known to me, and who did take an oath.


NOTARY PUBLIC
State of Florida at large
My Commission Expires:

OFFICIAL NOTARY SEAL
DOLORES D BARRETO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC451533
MY COMMISSION EXP. APR. 13, 1999

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY
BE SERVED

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

First, that POOL PRO LEAK DETECTORS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 8304 S.W. 206 Terrace, Miami, County of Miami-Dade, State of Florida, has named SONNIA SUAREZ, 8304 S.W. 206 Terrace, Miami, Florida 33189, as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


SONNIA SUAREZ

\\CWPA1\SYS\APPS\WORK\SONNIA\ART.SONNIA.doc

FILED
98 JUN 26 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA