TRANSMITTAL LETTER

P980000 70088

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

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| SUBJECT: A | V / (CO) | 4 SPAS, I | -NC. | _ |
|--|-----------------------------------|---|---|-------------|
| Enclosed is an origin | al and one(1) copy of the article | | ELLAHASSEE, T | FILED B: 24 |
| \$70.00 Filing Fee | \$78.75 Filing Fee & Certificate | \$122.50 Filing Fee & Certified Copy ADDITIONAL CO | \$131.25 Filing Fee, Certified Copy & Certificate OPY REQUIRED | |
| FROM: ELIZABETH H. Smith Name (Printed or typed) | | | | |
| 9334 WHITTINGHAM DR. Address | | | | |
| ORLANDO, FL 32817 City, State & Zip | | | | |
| (407) 679 – 4053 Daytime Telephone number | | | | |

F. CHESSER AUG 1 2 1998

NOTE: Please provide the original and one copy of the articles.

98 AUG -7 AM 8:

ARTICLES OF INCORPORATION OF AVALON POOLS & SPAS, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: AVALON POOLS & SPAS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

9334 Whittingham Drive, Orlando, FL 32817

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time

1,000,000 (One million shares)

ARTICLE IV INITIAL REGISTED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Elizabeth H. Smith 9334 Whittingham Drive Orlando, FL 32817

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Elizabeth H. Smith 9334 Whittingham Drive Orlando, FL 32817

ARTICLE VI

No Director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

Signature/Incorporator

7. 4, 177

Having been named as registered and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of by duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature/Registered Agent

09. 7, 199 Date