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OTHER FILINGS Annual Report Fictitious Name Name Reservation	REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement	Seffen Fam h	Adyber Aspect OF 15, INC. 1997.
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CERTIFICATE OF INCORPORATION

OF

TROPIC POOLS, INC.

We, the undersigned, hereby execute this document for the purpose of doing business as a corporation under the laws of the State of Florida, providing for the formation, liability, rights and privileges and immunities of a corporation for profit.

NAME OF CORPORATION

The name of this corporation shall be: Tropic Pools Inc.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general nature of the business and the objects and the purposes proposed to be transacted and carried on, are to be any and all things hereinafter mentioned, as freely and the same extent as natural persons might or could do, viz:

To engage in every aspect and phase of the (a) business of swimming pool construction and maintenance, selling commodities and the conducting of the general support services connected with that business and business of all kinds and descriptions and such other and further services as may be necessary and incidental to the carrying

on of such business in connection therewith on a retail and wholesale business.

- (b) To engage in every aspect and phase of the business of swimming pool construction, advisement, and all such services in connection therewith, on a retail and wholesale basis.
- (c) To engage in every aspect and phase of the business of selling equipment or commodities connected to or supporting the services listed in (a) and (b) above.
- (d) To borrow money for its corporate purposes and to make, accept, endorse, execute and issue promissory notes, bills of exchange, bonds, debentures, other obligations, from time to time, for the purpose of purchasing property, or for any purpose in or about the business of the company, and if deemed proper to secure the payment of any such obligations by mortgage pledge, deed of trust, or otherwise.
- (e) To sell, improve, manage, develop, lease, mortgage, dispose of, or otherwise turn to account or deal with all or any part of the property of the company.

ARTICLE III

CAPITAL STOCK

The amount of capital stock of this corporation shall be divided into one hundred (100) shares of common stock, without nominal or par value, all of said stock shall be payable in cash, property, labor or services, a par valuation to be fixed by the Board of Directors of the corporation.

ARTICLE IV

The amount of capital with which this corporation shall commence business shall not be less than One Thousand (\$ 1,000.00) dollars.

ARTICLE V

This corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The registered office of said corporation shall be 23 Bradley Court, Crawfordville, Wakulla County, Florida and its initial registered agent at such address shall be: Jeffery A. Dykes

ARTICLE VII

DIRECTORS

The number of directors for this corporation shall not be less than two nor more than five.

The name and mailing addresses for the first Board of Directors and officers of this corporation who shall hold office for the first year or until their successors are chosen shall be:

Jeffery A. Dykes, Director-President

P.O. Box 1628

Crawfordville, Florida 32326

Kelly J. Dykes, Director-Secretary P.O. Box 1628 Crawfordville, Florida 32326

ARTICLE VIII

INITIAL STOCKHOLDERS

The name and mailing address of each subscriber and the number of shares of stock each agrees to take is:

Jeffery A. Dykes

75 shares

\$ 750.00

P.O. Box 1628

Crawfordville, Florida 32326

Kelly J. Dykes

25 shares

\$ 250.00

P.O. Box 1628

Crawfordville, Florida 32326

ARTICLE IX

These articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

olly & Ital

Kelly / Dykes

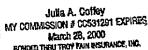
STATE OF FLORIDA COUNTY OF LEON

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared Jeffery A. Dykes and Kelly J. Dykes to me, known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation.

witness my hand and official seal in the county and state named above this 28th day of <u>August</u>,

NOTARY PUBLIC PERSONNALLY Known

My commission expires:



REGISTERED AGENT

I, Jeffery A. Dykes, hereby accept appointment as registered agent of the above named corporation.

reffery A. Dykes

SWORN AND SUBSCRIBED before me this 28

, 1998.

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Notary Publi

Juliá A. Coffey MY COMMISSION # CC531291 EXPIRES March 28, 2000 80XDED THOU TROY FAIN INSURANCE, INC.