

P98000089042

SURLES ACCOUNTING & TAX SERVICES
14041 80TH Lane North
Loxahatchee, FL 33470
(561) 753-6884

October 6, 1998

Florida Dept. Of State
Division Of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

100002667311--0
-10/19/98--01105--015
*****70.00 *****70.00

Enclosed are the Articles Of Incorporation for POOLINATOR POOL SERVICE, INC. and a check for \$70 for the filing fee. Please process and assign a document number and send the filed, time stamped, and dated articles to my office at the address above.

My firm has assisted this client in completing all the paperwork necessary to establish this corporation. We filed an IRS Form 2553 to elect S-Corp. status for the current year, and the Form SS-4 for an EIN #. If you have any questions please contact Bobbie Surles at (561) 753-6884.

Best Regards,

B. Surles

Bobbie Surles, President

FILED
98 OCT 19 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
10/9/98

~~109, 703~~



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 9, 1998

BOBBIE SURLES
SURLES ACCOUNTING & TAX SERVICES
14041 80TH LANE NORTH
LOXAHATCHEE, FL 33470

SUBJECT: POOLINATOR POOL SERVICE, INC.
Ref. Number: W98000022978

We have received your document for POOLINATOR POOL SERVICE, INC. and check(s) totaling \$70.00. However, your check(s) and document are being returned for the following:

Please sign and return your check along with this document in order to complete your filing.

Article 7 states there will be 1 director(s), whereas 2 is/are listed.

Please return the original and one copy of 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) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number: 898A00050222

ARTICLES OF INCORPORATION

OF

POOLINATOR POOL SERVICE, INC.

FILED

98 OCT 19 PM 12:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1 - NAME

The Name of the corporation shall be: POOLINATOR POOL SERVICE, INC.

ARTICLE 2 - DURATION

This corporation shall exist in perpetuity.

ARTICLE 3 - PURPOSE

General nature of the business and the object and purposes proposed to be transacted and carried on, are to do any and all of the things mentioned herein, as fully and to the same extent as natural personnas might or cud, viz: Engage in any business or activity permitted under the laws of the United States and the State of Florida, including but not limited to the following:

- a) To take, acquire, buy, hold, own, maintain, work develop, sell, convey, lease, mortgage, exchange, improve and otherwise invest in and dispose of real estate and real property or any interest or rights therein without limit as to the amount; to do all things and engage in all activities necessary and proper or incidental to the business of investing in and developing real estate.
- b) To sell at wholesale and retail and to deal in any manner whatsoever in all types and descriptions of property; to do all things and engage in all activities necessary and proper incidental to the business of investing in and developing real estate.
- c) To conduct and carry on the business of builders and contractors for the purpose of building, erecting, altering, repairing or doing any other work in connection with any and all classes of building and improvements of any kind and nature, whatsoever, including the building, rebuilding, alteration, repairing or improvement of houses, factories, buildings, works or erections of every kind and description whatsoever, including the location, laying out and constructing of roads, avenues, docks, slips, severs, bridges, wells, walls, canals, railroads or street railways, power plants and generally in all classes of building erections and works, both public and private, or integral parts thereof, and generally to do and perform any and all works as builders and contractors, and with that end in view to solicit, obtain, make, perform and carry out contracts covering the building and contracting business and the work connected therewith.
- d) To manufacture, buy, sell, trade, and deal in all and every kind of material product, manufactured and unmanufactured, iron, steel, wood, brick, cement, granite, stone and other products and materials, including the quarrying of stone, to buy, acquire, hold, use, employ, mortgage, convey, lease, and dispose of patent rights, letter, patent

processes, devices, inventions, trademarks, formulas, goodwill, and other rights; to advances from time to time on bonds secured by mortgage for future advances on real estate, but nothing herein set forth shall give or be construed to give said corporation any banking powers.

- e) To purchase, take and lease, or in exchange, hire or otherwise acquire any real or personal property, rights or privileges suitable or convenient for any of the purposes of this business, and to purchase, acquire, erect and construct, make improvement of building or machinery, stores or works, insofar as the same may be appurtenant to or useful for the conduct of the business as above specified, but only to the extent to which the company may be authorized by the statutes under which it is organized.
- f) To borrow or raise money for any purpose of the company, and to secure the same and interest, or for any other purpose, to mortgage all or any part of the property corporeal or incorporeal rights or franchises of this company now owned or hereafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.
- g) To buy, sell, and generally trade in store, carry and transport all kinds of goods, wares, merchandise, provisions and supplies.

ARTICLE 4 - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE 5 - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE 6 - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 715 HUNTER ST., WPB, FL 33405 and the name of the initial registered agent of this corporation at that address is BRUCE L. SMITH.

ARTICLE 7 - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial directors of the corporation are:

BRUCE L. SMITH

715 Hunter St., WPB, FL 33405

ARTICLE 8 - INCORPORATOR

The name and address of the person signing these articles is:

BRUCE L. SMITH
715 HUNTER ST.
WPB, FL 33405

ARTICLE 9 - AMOUNT OF CAPITAL

The amount of capital with which this corporation will begin business will not be less than five hundred dollars (\$500.00).

ARTICLE 10 - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE 11 - CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at the time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE 12 - APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE 13 - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 14 - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE 15 - PRINCIPAL PLACE OF BUSINESS OF CORPORATION

The principal place of business of the corporation is as follows:

715 HUNTER ST.
WEST PALM BEACH, FL 33405
PALM BEACH COUNTY, FL

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation on this 1st day of OCTOBER, 1998.

(X) Ben A. [Signature]

Subscriber

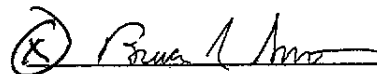
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

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

First - POOLINATOR POOL SERVICE, INC. desiring to organize
under the laws of the State of Florida with its principal office, as indicated in the articles of
incorporation in the County of PALM BEACH, City of WEST PALM BEACH, State of
Florida has named BRUCE L. SMITH, located at 715 HUNTER ST.,
WPB, FL 33409 as its agent to accept services of process within this
state.

ACKNOWLEDGMENT: (Must be signed by Designated Agent)

Having been named to accept services of process for the above stated corporation, at the
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.

 _____

Subscriber

FILED
98 OCT 19 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA