

P99000003432



ACCOUNT NO. : 072100000032

REFERENCE : 096140 149697A

AUTHORIZATION :

Patricia Pizot

COST LIMIT : \$ 70.00

ORDER DATE : January 12, 1999

ORDER TIME : 11:39 AM

ORDER NO. : 096140-005

900002738349--7

CUSTOMER NO: 149697A

CUSTOMER: Karen M. Brown, Legal Asst
SWANN HADLEY DENION & ALVAREZ,
SWANN HADLEY DENION & ALVAREZ,
Suite 270
1031 West Morse Boulevard
Winter Park, FL 32789

RECEIVED

99 JAN 12 PM 1:43

DIVISION OF CORPORATION

DOMESTIC FILING

NAME: AMERICAN POOL &N SPA, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

g 1/12/99

99 JAN 12 PM 6:00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 12 PM 6:00

ARTICLES OF INCORPORATION
OF

AMERICAN POOL & SPA, INC.

The undersigned, acting as the sole incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the corporation shall be American Pool & Spa, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of the corporation shall be 108 Park Place Boulevard, Kissimmee, Florida 34741.

ARTICLE III - TERM OF EXISTENCE

The corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE IV - GENERAL PURPOSE

The general purpose for which the corporation is organized shall be to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE V - CAPITAL STOCK

The maximum number of shares of capital stock that the corporation is authorized to issue and have outstanding is seventy-five thousand (75,000) shares, which shall be designated Common Shares with a par value of ten cents (\$.10) per share.

ARTICLE VI - INITIAL REGISTERED
OFFICE AND REGISTERED AGENT

The initial street address of the registered office of the corporation in the state of Florida is 1031 W. Morse Boulevard, Suite 270, Winter Park, Florida 32789. The name of the initial registered agent of the corporation at such address is Swann & Hadley, P.A.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

A. The initial number of directors of the corporation shall be four (4).

B. The number of directors of the corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.

C. The names and addresses of the initial members of the Board of Directors, who shall hold office until their successors are duly elected and have qualified, are:

<u>Name</u>	<u>Address:</u>
Terence R. McAuliffe	108 Park Place Blvd. Kissimmee, Florida 34741
Richard R. Swann	108 Park Place Blvd. Kissimmee, Florida 34741
Victor Fuller	108 Park Place Blvd. Kissimmee, Florida 34741
Rodger M. Miller	108 Park Place Blvd. Kissimmee, Florida 34741

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator of the corporation is:

<u>Name</u>	<u>Address:</u>
David Koon	108 Park Place Blvd. Kissimmee, Florida 34741

ARTICLE IX - BY-LAWS

The power to adopt, amend, or repeal By-Laws for the management of the corporation shall be vested solely in the shareholders of the corporation.

ARTICLE X - AMENDMENT TO ARTICLES

These Articles of Incorporation may be amended in any manner

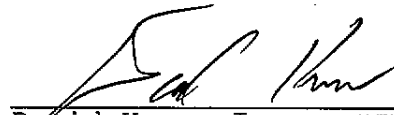
permitted by law.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 12 PM 6:00

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida Business Corporation Act.

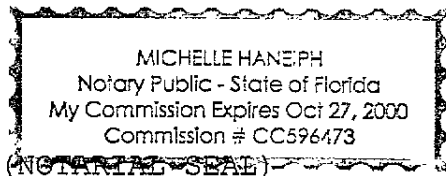
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Winter Park, Florida, this 7th day of January, 1999.



David Koon, Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF OSCEOLA)

The foregoing instrument was acknowledged before me this 7th day of January, 1999, by David Koon who is personally known to me and who did take an oath.

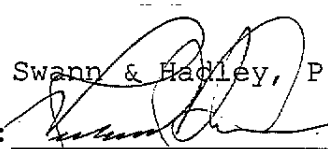




NOTARY PUBLIC
Printed Name: Michelle Haneiph
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned, Swann & Hadley, P.A., as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that he is familiar with, and accepts, the obligations imposed pursuant to Section 607.0501(3) of the Florida Business Corporation Act.

Swann & Hadley, P.A.
By: 

Richard R. Swann, President