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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Campbell's Pool Service,
LLC.

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DIVISION OF CORPORATION

- Art of Inc. File _____
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- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
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- _____ UCC 11 Retrieval _____
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Signature _____

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A. Purinton JAN 22 1999

Articles of Incorporation

of

CAMPBELL'S POOL SERVICE, INC.

The undersigned desiring to form a corporation for the purposes hereinafter stated under and pursuant to the laws of the State of Florida, does hereby declare as follows:

ARTICLE I.

NAME

The name of the corporation shall be CAMPBELL'S POOL SERVICE, INC..

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ARTICLE II.

BUSINESS AND PURPOSE

The nature of the business which may be transacted by the corporation is as follows:

This corporation may engage in any activity or business permitted under the laws of the State of Florida, and shall enjoy all the rights and privileges of a corporation granted by the laws of the State of Florida.

ARTICLE III.

STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be one hundred (100) shares of common stock having no par value per share.

ARTICLE IV.

TERM OF EXISTENCE

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

ARTICLE V.

PRINCIPAL OFFICE

The principal office or place of business of the corporation shall be located at 1418 Fairgreen Circle, West Palm Beach, Florida 33417, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE VI.

REGISTERED OFFICE AND REGISTERED AGENT

The Registered Agent of this Corporation shall be ELLEN S. WILKIE, a resident of Palm Beach County, Florida. The registered office of the Corporation shall be located at 1418 Fairgreen Circle, West Palm Beach, Florida 33417.

ARTICLE VII.

BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws. The number of Directors may be increased from time to time.

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

ELLEN S. WILKIE

1418 Fairgreen Circle
West Palm Beach, Florida 33417

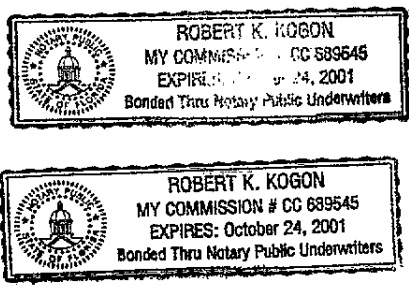
IN WITNESS WHEREOF, I have made, subscribed, and acknowledged these Articles of Incorporation on this 20 day of January, 1999.

 (SEAL)
ELLEN S. WILKIE

STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

ON THIS DAY, BEFORE ME, an officer duly authorized to administer oaths and take acknowledgments in the County and State aforesaid, personally appeared ELLEN S. WILKIE, to me well known to be the incorporator described in and who executed the foregoing Articles of Incorporation of CAMPBELL'S POOL SERVICE, INC., and who acknowledged that she executed the same as such incorporator for the purposes therein expressed.

WITNESS my hand and official seal in the City of West Palm Beach, Palm Beach County, Florida, on this 20th day of January, 1999.



[Handwritten Signature]

Notary Public
My Commission Expires:

**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, CAMPBELL'S 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 City of Lake Worth, State of Florida, has named ELLEN S. WILKIE, located at 1418 Fairgreen Circle, West Palm Beach, Florida 33417, 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 the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


ELLEN S. WILKIE
REGISTERED AGENT

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