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CRIMINAL LAW
FAMILY LAW
PERSONAL INJURY
GENERAL TRIAL PRACTICE

P 99 0000 22522

March 4, 1999

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*****78.75 *****78.75

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

Re: Aqua-Gator Pool Service, Inc. (a new corporation)

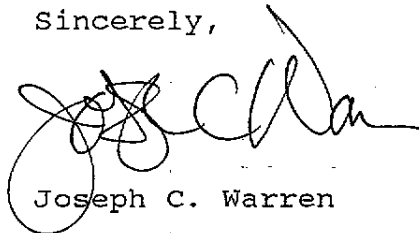
Dear Division of Corporations:

Please accept for filing with your division the Articles of Incorporation for Aqua-Gator Pool Service, Inc., a for profit corporation. Enclosed you will find an original and copy of the Articles of Incorporation, as well as a check in the amount of \$78.75 for the filing fee and certificate.

If you have any questions, please do not hesitate to contact me at (904) 253-5612.

Thank you.

Sincerely,



Joseph C. Warren

JCW/sea
Encs.

FILED
99 MAR -8 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSER MAR 11 1999

ARTICLES OF INCORPORATION

OF

AQUA-GATOR POOL SERVICE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is Aqua-Gator Pool Service, Inc.

ARTICLE II - NATURE OF BUSINESS

The general character or nature of the business to be transacted by this corporation is:

(a) The specific nature of business is to engage in the design, planning, installation, service, cleaning, and/or repair of commercial, and/or residential pool and/or pool patio areas.

(b) To purchase, lease, or otherwise acquire, any lands and interests in land. To own, hold, improve, develop, and manage any lands and interests in land. To own, hold, improve, develop, and manage any real estate so acquired. To erect, or cause to be erected, on any lands owned, held or occupied by the corporation, buildings or other structures, public or private, with their appurtenances. To manage, operate, lease, rent, rebuild, enlarge, alter, or improve any buildings or other structures, now or hereafter erected on any lands so owned, held, or occupied. To encumber or dispose of any lands, or interests in lands, and buildings or other structures at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds, improved or unimproved, and any right or interest therein.

(c) To purchase, lease, manufacture, or otherwise acquire, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held, or occupied by the corporation. To invest, trade, and deal in any personal property deemed beneficial to the corporation, and to lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.

(d) To contract debts and borrow money, issue and sell, or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(e) To purchase the corporate assets of any other corporation and engage in the same or other character of business.

(f) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the right, powers, and privileges of ownership, including the right to vote such stock.

(g) To enter into, make, perform, and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association, or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same.

(h) To carry on any or all of its operations and businesses, and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all the general powers of like corporations.

(i) To engage in any and all lawful businesses, trades, occupations and professions.

(j) To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, or otherwise, alone, or in company with others, and to do and perform all such other things and acts as may be necessary, profitable, or expedient in carrying on any of the business or acts above-named.

The intention is that none of the objects and powers as herein-above set forth, except where otherwise specified in this Article, shall be in anyway limited or restricted by reference to or inference from the terms of any other objects, powers or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock, each share having the par value of Ten Dollars (\$10.00).

Authorized capital stock may be paid for in cash, services, or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - INITIAL CAPITAL

The amount of the capital with which this corporation shall begin business is One Hundred Dollars (\$100.00).

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the registered agent for this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Joseph C. Warren	315 Silver Beach Avenue Daytona Beach, Fl 32118

ARTICLE VI - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VII - PRINCIPAL OFFICE ADDRESS

The initial street address of the principal office of this corporation is to be 184 Katherine Street, Allandale, Florida 32127. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE VIII - DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time, by amending the By-laws.

ARTICLE IX - INITIAL DIRECTORS

The names and street addresses of the first Board of Directors who shall hold office until their successors have qualified and are elected, are as follows:

<u>Name</u>	<u>Address</u>
Ralph T. Lee, Jr.	184 Katherine Street Allandale, Fl 32127

ARTICLE X - SUBSCRIBERS

The name and street addresses of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefore, are as follows:

Name	Address	Shares	Consideration
Ralph T. Lee, Jr.	184 Katherine St. Allandale, FL 32127	10	\$100

ARTICLE XI - EFFECTIVE DATE

These Articles of Incorporation shall be effective on February 15, 1999.

ARTICLE XII - AMENDMENT

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 stockholder, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the Laws of the State of Florida, this 24th day of February, 1999.

STATE OF FLORIDA)

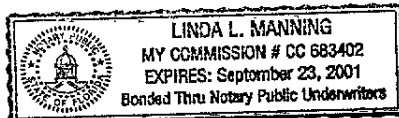
COUNTY OF VOLUSIA)

Before me personally appeared Ralph T. Lee, Jr. to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the county and state named above this 24th day of February, 1999.

Notary Public, State of Florida at Large

My commission expires:



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