TRANSMITTAL LETTER

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

-03/15/99--01064--001 *****70.00 *****70.00

SUBJECT: Pearce's Krystal Klear Pools, Inc.

Enclosed are an original and one copy of the articles of incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

\$78.75

Filing Fee &

Certificate

\$122.50

Filing Fee &

Certified Copy

\$131.25

Filing Fee,

Certified Copy, & Certificate

FROM: Attorney Mike Carter

P.O. Box 566

Crawfordville, FL 32326

(850) 926-1111



ARTICLES OF INCORPORATION OF

PEARCE'S KRYSTAL KLEAR POOLS, INC.



ARTICLE I. CORPORATE NAME

The name of this corporation is: Pearce's Krystal Klear Pools, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation are:

88 Guy Strickland Road

Crawfordville, FL 32327

ARTICLE III. CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 100, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent are:

Mike Carter, Esquire
Post Office Box 566, Crawfordville, FL 32326
3047 Crawfordville Hwy.
ARTICLE V. INCORPORATORS

The name(s) and street address(es) of the incorporator(s) of these articles of incorporation are

Name Address

Arthur Randolph Pearce III 88 Guy Strickland Road

Crawfordville, FL 32327

Beatrice Josephine Pearce 88 Guy Strickland Road

Crawfordville, FL 32327

ARTICLE VI. BUSINESS PURPOSE

The purpose of this business and for which the corporation is organized is the sales of pools and any other lawful business.

OPTIONAL PROVISIONS

The undersigned have executed these articles of incorporation on 3-12-99.

Arthur Randolph Pearce III

President

Beatrice Josephine Pearce
Beatrice Josephine Pearce

Vice-President

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: Pearce's Krystal Klear Pools, Inc.
- 2. The name and address of the registered agent and office is:

Mike Carter, Esquire 3047 Crawfordville Hwy. . P.O. Box 566 Crawfordville, FL 32327

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Mike Carter, Esquire

Date 3-12-99