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April 29, 1999

P99000041841

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

Re: POOLSKIM, INC.

000002861170--5  
-05/04/99--01009--003  
\*\*\*\*122.50 \*\*\*\*78.75

Gentlemen:

Enclosed herewith is an original and one copy of the Articles of Incorporation for the above named corporation. Please file the original, certify the copy and return it to me.

I am enclosing my check in the amount of \$122.50 which includes \$35.00 filing fee, \$52.50 certified copy fee and \$35.00 registered agent fee. Thank you for your cooperation in this matter.

Very truly yours,

*Douglas W. Hampton*  
Douglas W. Hampton

DWH:jp  
Encl.

cc: N. Paulette Brady

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. SMITH MAY 07 1999

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
POOLSKIM, INC.

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby makes, subscribes and acknowledges these Articles of Incorporation in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation is **POOLSKIM, INC.**

ARTICLE II

The nature of the business and the objects and purposes proposed to be transacted by the corporation are:

1. To acquire for wholesale and retail sales and distribution, "poolskim" appliances including succeeding models and further improvements thereto.

2. To engage in the business of selling commercial and residential pool cleaning devices, equipment and machinery.

3. To manufacture, produce, purchase or otherwise acquire, own, deal in, sell, pledge, or otherwise dispose of, at wholesale and retail, equipment, accessories and chemical supplies used in the manufacturing, production and maintenance of private and commercial swimming pools; all water sports equipment and paraphernalia used in water sports; chemicals of every description, acids, alkalies and salts, paints, oils, varnishes, colors and pigments, drugs and pharmaceutical preparation, which can be used

in the testing or purification of water used in swimming pools; and all articles or materials necessary or useful in connection therewith; and in general, goods, wares and merchandise of every description.

4. This corporation shall have all the powers, general or specific, specified, granted to or conferred upon corporations for profit under the provisions of Chapter 607, Florida Statutes, and all of the laws which are amendatory and supplementary to such law. The enumeration of specific powers herein shall in no way limit or restrict this corporation in the exercise of such powers.

#### ARTICLE III

The maximum number of shares of stock that the corporation is authorized to have outstanding at one time is 10,000 shares of common stock, having a par value of \$1.00 per share.

#### ARTICLE IV

If the holder of stock in this corporation should desire to sell the same or any part thereof, and has a bona fide offer to purchase said stock from an outsider, he must first offer said stock to the corporation on the same price, terms and conditions, and the corporation shall have thirty (30) days to purchase said stock. If the corporation shall thereafter fail to exercise this option, the holder shall be free to sell to the offeror.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

The address of the principal office of the corporation is 1901 Industrial Park, Plant City, FL 33567. The street address of the initial registered office is 1901 Industrial Park, Plant City, FL 33567, and the name of the initial registered agent at such address is N. PAULETTE BRADY.

ARTICLE VII

The name and post office address of the subscriber to these Articles of Incorporation is N. PAULETTE BRADY, 5601 N. Tindale Road, Plant City, FL 33565.

ARTICLE VIII

This corporation shall not have directors nor a Board of Directors but shall be managed by the stockholders of the corporation in the manner provided by Chapter 607, Florida Statutes.

ARTICLE IX

IN WITNESS WHEREOF, the undersigned incorporator has subscribed and acknowledged these Articles of Incorporation this 2nd day of April, 1999.

  
N. PAULETTE BRADY

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were acknowledged before me by **N. PAULETTE BRADY** who has produced a Florida Drivers License as identification and who did not take an oath this 29<sup>th</sup> day of April, 1999.


  
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Notary Public  
My commission expires:



JODI A. POWELL  
Notary Public, State of Florida  
My Comm. Exp. Oct. 24, 2000  
Comm. No. CC 586613

**ACCEPTANCE OF REGISTERED AGENT**

I hereby certify that I am familiar with and accept the duties and responsibilities as Registered Agent for **POOLSKIM, INC.**

  
\_\_\_\_\_  
**N. PAULETTE BRADY**

FILED  
99 MAY -3 PM 4:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA