P440000528/7 3720 - 10th Street, North Naples, Florida 34103 (941)649-1314

May 28, 1999

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

RE: GLENN'S FUN TIME POOLS, INC.

Dear Sirs:

Enclosed for filing please find an original and one copy of Articles of Incorporation for the aforementioned. Our check in the amount of \$70.00 is enclosed for the filing, and registered agent designation fees.

Thank you.

Very truly yours,

GLENN G. MILLER

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Enclosures/3

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SECRETARY OF STATE
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ARTICLES OF INCORPORATION OF

GLENN'S FUN TIME POOLS, INC.



The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I, NAME

The name of the corporation shall be: GLENN'S FUN TIME POOLS, INC.

The principal place of business of this corporation shall be 3720 - 10th Street, North, Naples, Florida 34103.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be $3720-10^{th}$ Street North, Naples, Florida 34103, and the name of the initial registered agent of the corporation at that address is Glenn G. Miller.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify as an S corporation under the Internal Revenue Code. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VII. DIRECTORS

This corporation shall have one director, initially. The names and street addresses of the initial members of the Board of Directors are:

Glenn G. Miller 3720 – 10th Street, North Naples, Florida 34103

ARTICLE VIII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Glenn G. Miller, President, Vice President Connie J. Miller, Secretary, Treasurer $3720-10^{th}$ Street, North Naples, Florida 34103 Naples, Florida 34103

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Glenn G. Miller 3720 – 10th Street, North Naples, Florida 34103

X. AMENDMENTS

These Articles may be amended by majority vote of the Directors and Shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand the 3/51 day of May, 1999.

Glenn G. Miller

STATE OF FLORIDA COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared Glenn G. Miller, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, and who produced as identification.

WITNESS my hand and official seal in the State and County last aforesaid on this 3/5+day of May, 1999.

Candice N. Bain
MY COMMISSION # CC706558 EXPIRES
January 5, 2002
BONDED THRU TROY FAIN INSURANCE, INC

Cardia M. Barn Notary Public

CANDICEN

Print Name of Notary

Certificate No.

My Commission Expires:

DISIGNATION OF REGISTERED AGENT

OF

GLENN'S FUN TIME POOLS, INC.

The above named corporation, desiring to organize under the laws of the State of Florida with its principal place of business and corporate offices, as indicated in the Articles of Incorporation at the City of Naples, Collier County, Florida, has named:

GLENN G. MILLER

As its agent to accept service of process within this state, and as its registered agent for all purposes prescribed by the laws of the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process and to serve as its registered agent for all statutory purposes, at the place designated in this certificate, I hereby accept said designation, provisions of law relative to keeping open said office.

GLENN G. MILLER REGISTERED AGENT

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