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**MILLER & ASSOCIATES  
ATTORNEYS AT LAW**

J. Jerome Miller  
Toni L. Craig

415 Mountain Drive, Suite 3  
Destin, Florida 32541-2349  
Telephone (850) 837-3860 • Facsimile (850) 837-6158

September 20, 1999

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32301

800002995848--7  
-09/24/99-01024-007  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

Re: SWIM-N-POOLS, INC.

To Whom It May Concern:

Enclosed herewith please find the original and one copy of the executed Articles of Incorporation, as well as the Acceptance of registered agent, for filing in regard to the above-referenced corporation. Also enclosed is a check in the amount of \$122.50 to cover the fee in this respect. Upon filing, please return one copy of the Articles in the envelope provided.

Thank you for your assistance in this matter. If you should have any questions, please do not hesitate to contact me.

Sincerely,

  
J. JEROME MILLER  
Attorney at Law

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1999 SEP 24 PM 12:19

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JJM/dh

Enclosures (as stated)

cc: Charlotte F. Sause (w/o enc.)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SWIM-N-POOLS, INC.**

**ARTICLE I**

**NAME**

The name of this Corporation is SWIM-N-POOLS, INC.

**ARTICLE II**

**DURATION**

This Corporation shall have perpetual existence.

**ARTICLE III**

**PURPOSE**

This Corporation is initially organized for the operation of any or all lawful business purposes for which corporations may be incorporated under Chapter 607 of the Florida Statutes. This Corporation shall have all corporate powers enumerated in said Chapter 607.

**ARTICLE IV**

**CAPITAL STOCK**

The Corporation is authorized to issue 2,500 shares of \$1.00

par value common stock, which shall be designated "common shares".

## **ARTICLE V**

### **PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## **ARTICLE VI**

### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 415 Mountain Drive, Suite #3, Destin, Florida, 32541, and the initial registered agent of this Corporation at that address is J. JEROME MILLER.

## **ARTICLE VII**

### **INITIAL BOARD OF DIRECTORS**

This Corporation shall have at least one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this Corporation is:

Charlotte F. Sause  
176 Cypress Pond Road  
Santa Rosa Beach, FL 32459

## **ARTICLE VIII**

### **PRINCIPAL OFFICE**

The principal office and mailing address of this Corporation

is P.O. Box 1644, Santa Rosa Beach, FL 32459.

#### ARTICLE IX

##### INCORPORATOR

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

Charlotte F. Sause  
176 Cypress Pond Road  
Santa Rosa Beach, FL 32459

#### ARTICLE X

##### INDEMNIFICATION


The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE XI

##### ACTION BY DIRECTORS OR SHAREHOLDERS WITHOUT A MEETING

The directors or shareholders of this Corporation may take action by written consent as provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 20<sup>th</sup> day of September, 1999.

  
\_\_\_\_\_  
CHARLOTTE F. SAUSE

STATE OF FLORIDA  
COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority authorized in the State and County aforesaid to take acknowledgements personally appeared CHARLOTTE F. SAUSE, who is the person who executed the foregoing Articles of Incorporation and she acknowledged before me that she executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 20<sup>th</sup> day of September, 1999.

(SEAL)

SUE C. WALLACE  
Notary Public - State of Florida  
My Commission Expires Nov 4, 2002  
Commission # CC788347

Sue C. Wallace  
NOTARY PUBLIC

Personally Known ☒ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

#### ACCEPTANCE

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for SWIM-N-POOLS, INC.

J. Jerome Miller  
J. JEROME MILLER

STATE OF FLORIDA  
COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority authorized in the State and County aforesaid to take acknowledgements personally appeared J. JEROME MILLER, who is the person who executed the foregoing Acceptance and he acknowledged before me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 20<sup>th</sup> day of September, 1999.

(SEAL)

SUE C. WALLACE  
Notary Public - State of Florida  
My Commission Expires Nov 4, 2002  
Commission # CC788347

Sue C. Wallace  
NOTARY PUBLIC

Personally Known ☒ OR Produced Identification \_\_\_\_\_  
Type of Identification Produced \_\_\_\_\_

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SUE C. WALLACE  
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My Commission Expires Nov 4, 2002  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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