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**Murphy Law Firm**

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September 28, 1999

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

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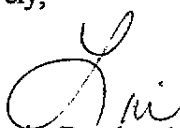
RE: MALIBU POOLS OF NAPLES, INC.

Dear Sir:

Enclosed please find Articles of Incorporation and Registered Agent for filing, along with our check in amount of \$70.00 filing fee.

Please forward a copy of the filed Articles to me in the envelope provided. Thank you.

Sincerely,

  
Lin Davis, Paralegal  
to Vincent Murphy

Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
MALIBU POOLS OF NAPLES, INC.**

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The undersigned incorporator hereby forms a corporation under Chapter 607, Florida Statutes, as follows:

Article I-Name

The name of the corporation shall be Malibu Pools of Naples, Inc., and the principal office and the mailing address of the corporation shall be 5436 Freeport Lane, Naples, FL 34119.

Article II-Nature of Business

The corporation is authorized to conduct any activities as are permitted under applicable Florida Statutes.

Article III-Capital Stock

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

Article IV-Registered Agent

The street address of the initial registered office of the corporation shall be 5436 Freeport Lane, Naples, FL 34119, and the initial registered agent at that address is Wayne Teague.

Article V-Term of Existence

This corporation shall exist perpetually.

Article VI-Directors

As permitted by Chapter 607.0732, Florida Statutes, there shall be no board of directors of this corporation. All corporate powers shall be exercised by or under the authority of the shareholders, subject to any limitation set forth in these articles of incorporation.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article VII-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:

Wayne Teague  
5436 Freeport Lane  
Naples, FL 34119

President

Faye Teague  
5436 Freeport Lane  
Naples, FL 34119

VP/Secretary/Treasurer

Article VIII-Incorporator

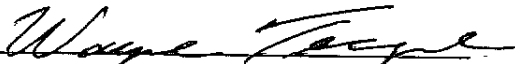
The name and street address of the incorporator to these Articles of Incorporation are:

Wayne Teague, 5436 Freeport Lane, Naples, FL 34119

Article IX-Special Provisions

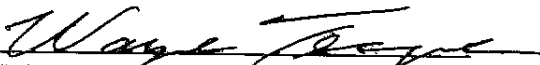
It is the intent of the corporation to obtain and maintain a tax status as an S corporation under the provisions of the Internal Revenue Code of the United States.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation this 22 day of SEPTEMBER 1999.

  
Wayne Teague

Acceptance of Registered Agent Designated in Articles of Incorporation

Wayne Teague, having a business address identical to the registered office of the corporation named above, and having been designated as the registered agent in the foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of registered agent under Chapter 607.0505, Florida Statutes.

  
Wayne Teague