

ARTICLES OF INCORPORATION
OF

Swim - n - Chem Pool Products, Inc.

The Undersigned, acting as incorporator of a corporation under the Code of Alabama, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is:

Swim - n - Chem Pool Products, Inc.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

(a) Wholesale and retail sales of swimming pools and related equipment and supplies.

(b) To transact any and all lawful business for which corporations may be incorporated under the Laws of Alabama;

(c) To exercise every power incidental to engaging in the swim pool & products business given to corporations generally by the Laws of Alabama.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 100 shares of common stock, par value \$10.00 per share.

FIFTH: Provisions for the regulation of the internal affairs of the corporation are:

NONE

SIXTH: The address of the initial registered office of the Corporation is:

Rt. 2 Box 210

Columbiana, Al. 35051

and the name of its initial registered agent at such address is:

William J. Davis

SEVENTH: The number of directors constituting the initial board of directors of the corporation is ONE (1), and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until his successor is elected and shall qualify is:

NAME	ADDRESS
<u>William J. Davis</u>	<u>Rt. 2 Box 210</u>
	<u>Columbiana, Al. 35051</u>

EIGHTH: The name and address of each incorporator is:

NAME	ADDRESS
<u>William J. Davis</u>	<u>Rt. 2 Box 210</u>
	<u>Columbiana, Al. 35051</u>

Dated May 5, 1983

*Rt. 2 Box 210
Columbiana Al.
35051*



STATE OF ALABAMA

I, Don Siegelman, Secretary of State, of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions

of Section 10-2A-26, Code of Alabama 1975, the corporate name _____

Swim-n-Chem Pool Products, Inc.

is reserved as available based only upon an examination of the corporation records on file in this office for the exclusive use of Swim-n-Chem Pool Products, Inc. for a period of one hundred twenty days from this date. In the case of a domestic corporation, the name of the county in which the corporation was or is proposed to be incorporated is Shelby. I further certify that as set out in the application for reservation of corporate name, the Secretary of State's office does not assume any responsibility for the availability of the corporate name requested nor for any duplication which might occur.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

May 4, 1983 - expires 8-31-83

Date

Don Siegelman

Don Siegelman

Secretary of State

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION OF

SWIM-N-CHEM POOL PRODUCTS, INC.

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation for the incorporation of SWIM-N-CHEM POOL PRODUCTS, INC., duly signed pursuant to the provisions of Section 64 of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of SWIM-N-CHEM POOL PRODUCTS, INC., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 10th day of MAY, 19 83



STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

1983 MAY 10 AM 11:56

THOMAS A. JENNINGS, JR.
JUDGE OF PROBATE

Thomas A. Jennings, Jr.

Judge of Probate

Rec. 2500
Ind. 1⁰⁰
2600

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