

POOL CORP  
Form 8-K  
May 23, 2008

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) May 23, 2008 (May 20, 2008)

POOL CORPORATION  
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	0-26640 (Commission File Number)	36-3943363 (I.R.S. Employer Identification No.)
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109 Northpark Boulevard, Covington, Louisiana (Address of principal executive offices)	70433-5001 (Zip Code)
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(Registrant's telephone number, including area code)	985-892-5521
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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

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- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 1.01 Entry into a Material Definitive Agreement.

On May 20, 2008, SCP Distributors LLC, Superior Pool Products, LLC and Horizon Distributors, Inc. entered into Amendment No. 12 to the Receivables Purchase Agreement and Amendment No. 3 to the Receivables Sale Agreement among Superior Commerce LLC, JPMorgan Chase Bank, N.A. f/k/a Bank One, NA (Main Office Chicago) and Jupiter Securitization Company f/k/a Jupiter Securitization Corporation. The Amendments renew our Receivables Facility for an additional term of 364 days. We have the ability to borrow up to \$135.0 million under the amended Receivables Facility through August 31, 2008 and up to \$95.0 million thereafter. The Receivables Facility is described further in Note 5 to our audited financial statements included in our Form 10-K for the year ended December 31, 2007.

Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement.

The information provided in Item 1.01 above is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

10.1 Amendment No. 12 to Receivables Purchase Agreement dated as of May 20, 2008, among SCP Distributors LLC, Superior Commerce LLC, JS Siloed Trust, and JPMorgan Chase Bank, N.A. f/k/a Bank One, NA (Main Office Chicago).

10.2 Amendment No. 3 to Receivables Sales Agreement, dated as of May 20, 2008, among SCP Distributors LLC, Superior Pool Products, LLC, Horizon Distributors, Inc., and Superior Commerce LLC.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

POOL CORPORATION

By: /s/ Mark W. Joslin  
Mark W. Joslin  
Vice President and Chief Financial Officer

Dated: May 23, 2008

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