

W96000006364
CARLTON FIELDS
ATTORNEYS AT LAW

HARBOURVIEW BUILDING
25 WEST CEDAR STREET, 4TH FLOOR
PENSACOLA, FLORIDA 32501 5974

MAILING ADDRESS:
P.O. BOX 12426, PENSACOLA, FL 32582-2426
TEL (904) 434-0142 FAX (904) 434-5366

November 12, 1996

VIA OVERNIGHT DELIVERY

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****122.50 ****122.50

Department of State
Filing
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32314

Subject: Gulf Coast Safe Dive Network, Inc.

Division of Corporations:

Enclosed is an original and one (1) copy of the articles of incorporation for the Gulf Coast Safe Dive Network, Inc. and a check for \$122.50, the filing fee plus the cost of one certified copy.

Please return proof of incorporation to me as soon as possible.

Sincerely,

Sally C. Busell
SALLY C. BUSSELL

FILED
96 DEC 13 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SCB/ab
Enclosures

NOV 18 1996 BSB

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W96-24329

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CARLTON, FIELDS, WARD, EMMANUEL, SMITH & CUTLER, P.A.

TAMPA ORLANDO PENSACOLA TALLAHASSEE WEST PALM BEACH ST. PETERSBURG



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 18, 1996

CARLTON FIELDS ATTORNEYS AT LAW
P. O. BOX 12426
PENSACOLA, FL 32582-2426

SUBJECT: GULF COAST SAFE DIVE NETWORK, INC.
Ref. Number: W96000024329

We have received your document for GULF COAST SAFE DIVE NETWORK, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 896A00052364

CARLTON FIELDS

ATTORNEYS AT LAW

HARBOURVIEW BUILDING
25 WEST CEDAR STREET, 4TH FLOOR
PENSACOLA, FLORIDA 32501-5974

MAILING ADDRESS:
P.O. BOX 12426, PENSACOLA, FL 32582-2426
TEL (904) 434-0142 FAX (904) 434-5366

December 9, 1996

VIA OVERNIGHT DELIVERY

Ms. Brenda Baker
Corporate Specialist
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

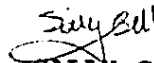
Subject: Gulf Coast Safe Dive Network, Inc.
Reference Number: W96000024329

Dear Ms. Baker:

Pursuant to your letter of November 18, 1996, a copy of which is enclosed, enclosed are the original and one (1) copy of the Articles of Incorporation for the Gulf Coast Safe Dive Network, Inc. which have been revised in paragraph 8 to list three (3) initial directors of the corporation. We have previously forwarded to you a check for \$122.50 for the filing fee.

Please return proof of incorporation to me as soon as possible.

Sincerely,


SALLY C. BUSSELL

SCB:pmm
Enclosures

P#64909.1

**ARTICLES OF INCORPORATION
OF
GULF COAST SAFE DIVE NETWORK, INC.,
A NOT-FOR-PROFIT CORPORATION**

FILED
96 DEC 13 AM 8:23
TALLAHASSEE
FLORIDA

1. The name of the Corporation is Gulf Coast Safe Dive Network, Inc.
2. The place in Florida where the principal office of the Corporation is to be located in is the City of Gulf Breeze, Santa Rosa County, Florida, and the street address of the initial principal office, which is also the mailing address, is:

3005 Coral Strip Parkway
Gulf Breeze, Florida 32561

3. Said Corporation is organized exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future Federal Tax Code.

4. The name and address of the Incorporator signing these Articles of Incorporation is:

Lou Huss
3005 Coral Strip Parkway
Gulf Breeze, Florida 32561

5. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Paragraph 3 hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

6. Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal Tax Code, or shall be distributed to the federal government, or to a state or local government, for public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which

the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

7. The name of the initial registered agent and office address of the registered agent is as follows:

Cynthia Huss
3005 Coral Strip Parkway
Gulf Breeze, Florida 32561

8. The Corporation shall have three (3) directors initially, but may have up to fifteen (15) directors. The numbers of directors may be increased or decreased from time to time and the election and appointment shall be as specified in the bylaws of the Corporation. The names and addresses of the initial directors of the Corporation who shall serve until their successors are duly elected and qualified are:

Lou Huss
3005 Coral Strip Parkway
Gulf Breeze, Florida 32561

Cynthia Huss
3005 Coral Strip Parkway
Gulf Breeze, Florida 32561

James Speed, CPA
Saltmarsh, Cleaveland & Gund
900 North 12th Avenue
Pensacola, Florida 32501

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 9 day of Dec, 1996.



LOU HUSS, Incorporator

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing Articles of Incorporation were acknowledged before me this 9th day of Dec., 1996 by Lou Huss, as Incorporator. Mr. Huss (check one):

is personally known to me; or

produced the following identification:

PATRICIA M. MARSHALL
"Notary Public-State of Florida"
My Commission Expires August 22, 1997
CC 310927

Patricia M. Marshall
Notary Public - State of Florida

Patricia M. Marshall

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the Corporation, at the place designated as the Registered Office, I hereby accept the appointment of Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as Registered Agent.

DATED this 9 day of Dec., 1996.

Cynthia Huss
Cynthia Huss, Registered Agent

96 DEC 13 AM 8:23
STATE OF FLORIDA

FILED