

PO1000115476

WESTMAN AND LINTZ
ATTORNEYS AT LAW
1970 MICHIGAN AVENUE - BUILDING F
COCOA, FLORIDA 32922

ROBERT T. WESTMAN
LESTER LINTZ

TELEPHONE 321/690-1970
FAX 321/690-2349

November 27, 2001

SECRETARY OF STATE
Bureau of Corporate Records
P. O. Box 6327
Tallahassee, FL 32301

200004702132--2
-12/03/01--01049--006
****78.75 ****78.75

Re: **Beachside Scuba Center, Inc.**

Enclosed find the following documents:

1. Original and one copy of Articles Of Incorporation.
2. Original and one copy of Registered Agent Certificate.
3. Our trust account check in the amount of \$78.75.

Our check represents the following fees:

Filing fee	\$ 35.00
Certified copy of Articles	8.75
Registered Agent fee	<u>35.00</u>
	\$ 78.75.

Please return the certified copy of the Articles Of Incorporation.

Sincerely yours,



Lester Lintz
LL/anr
Enclosures

Copy to: Beachside Scuba Center, Inc.

FILED
01 DEC -3 AM 10:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

D. WHITE DEC - 6 2001

5

ARTICLES OF INCORPORATION
OF
BEACHSIDE SCUBA CENTER, INC.

FILED
01 DEC -3 AM 10: 34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Article I - Name

The name of this corporation is **BEACHSIDE SCUBA CENTER, INC.**

Article II - Duration

This corporation shall exist perpetually. The date of commencement of corporate existence shall be the date these Articles are filed with the Secretary Of State.

Article III - Purpose

This corporation is organized for the purpose of engaging in any business activity permitted under the laws of the United States and the State of Florida.

Article IV - Capital Stock

This corporation is authorized to issue 1,000 shares of \$5.00 par value common stock.

Article V - Initial Registered Office And Agent

The street address of the initial registered office of this corporation is 1008 Early Drive, N. W., Palm Bay, FL 32907.

The name of the initial Registered Agent of this corporation at that address is **JAMES H. FLYNN.**

The principal office of this corporation is 1008 Early Drive, N. W., Palm Bay, FL 32907.

Article VI Initial Board Of Directors

This corporation shall have two Directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial Directors of this corporation are :

JAMES H. FLYNN
1008 Early Drive, N. W.
Palm Bay, FL 32907

JOHN JEFFREY DORNBOS
812 Hartsdale Avenue, S. W.
Palm Bay, FL 32908.

Article VII - Incorporator

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

JAMES H. FLYNN
1008 Early Drive, N. W.
Palm Bay, FL 32907.

Article VIII - Bylaws

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board Of Directors and the Stockholders.

Article IX - Compensation of Directors

The Stockholders of this corporation shall have the exclusive authority to fix the compensation of Directors of this corporation.

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 - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles Of Incorporation, or any amendment hereto, and any right conferred upon the Stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Subscriber ha executed these Articles Of Incorporation this 28 day of November, 2001.

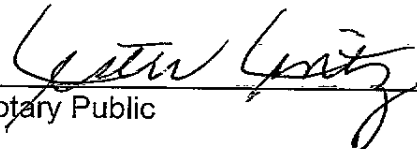


JAMES H. FLYNN
Subscriber

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing Articles of Incorporation were acknowledged before me this 28th day of NOVEMBER 2001, by **JAMES H. FLYNN**, who is personally known to me or who has produced his Florida driver's license as identification.



Notary Public (SEAL)



Lester Lintz
My Commission DD071233
Expires February 19, 2006


REGISTERED AGENT CERTIFICATE

The below named corporation maintains an office at the address below, and appoints the below named person as its Registered Agent thereat to accept service of process on behalf of said corporation:

REGISTERED AGENT'S NAME: **JAMES H. FLYNN**

PRINCIPAL STREET ADDRESS OF CORPORATION: 1008 Early Drive, N. W.
Palm Bay, FL 32907

BEACHSIDE SCUBA CENTER, INC.

By 
JAMES H. FLYNN, President

The undersigned, having been appointed as Registered Agent to accept service of process on behalf of said corporation at the office designated above, hereby accepts said appointment and agrees to keep said office open as required by law.


JAMES H. FLYNN, Registered Agent

FILED
01 DEC - 3 AM 10:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA