

F00000003143

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Kirby Morgan Dive Systems, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Connie Lyn Morgan

(Name of Person)

Kirby Morgan Dive Systems, Inc.

(Firm/Company)

425 Garden St.

(Address)

Santa Barbara, CA. 93101

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Connie Lyn Morgan

(Name of Person)

at (805) 965-8538

(Area Code & Daytime Telephone Number)

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*****87.50 *****87.50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUN -2 PM 2:15

FILED

Name 317/00
Availability STREET ADDRESS:

Document Qualification Section
Examiner Division of Corporations
Updater 409 E. Gaines St.
Tallahassee, FL 32399

Updater Enclosed is a check for the following amount:
Verifier

Acknowledged \$1000 Filing Fee

W. P. Verifier DCC

MAILING ADDRESS:

Qualification Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

☒ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 17, 2000

CONNIE LYN MORGAN
KIRBY MORGAN DIVE SYSTEMS, INC.
425 GARDEN ST.
SANTA BARBARA, CA 93101

SUBJECT: KIRBY MORGAN DIVE SYSTEMS, INC.
Ref. Number: W00000007159

We have received your document for KIRBY MORGAN DIVE SYSTEMS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report/uniform business report fees due this office.)

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

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 (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 600A00014803



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 2, 2000

CONNIE LYN MORGAN
KIRBY MORGAN DIVE SYSTEMS, INC.
425 GARDEN ST.
SANTA BARBARA, CA 93101

SUBJECT: KIRBY MORGAN DIVE SYSTEMS, INC.
Ref. Number: W00000007159

We have received your document for KIRBY MORGAN DIVE SYSTEMS, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

You keep sending a certified copy of the articles. That is not what we need. Please obtain a certificate of existence (also known as certificate of good standing or certificate of status).

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 (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 900A00024310

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Kirby Morgan Dive Systems, Inc. (Kirby Morgan Dive Systems, Inc.)
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. California 3. 77-0527277
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. October 27, 1999 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. "upon qualification"
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 425 Garden St.
Santa Barbara, CA. 93101
(Current mailing address)

8. Research and development, engineering, future sales office
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: William J. Turbeville

Office Address: 750 S. Dixie Hwy.

Boca Raton, Florida, 33432
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

[Signature]
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: William B. Morgan

Address: 425 Garden St.
Santa Barbara, CA. 93101

Vice Chairman:

Address:

Director: Connie Lyn Morgan

Address: 425 Garden St.
Santa Barbara, CA. 93101

Director: Beverly Bergan

Address: 425 Garden St.
Santa Barbara, CA. 93101

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Connie Lyn Morgan

Address: 425 Garden St.
Santa Barbara, CA. 93101

Vice President: Beverly Bergan

Address: 425 Garden St.
Santa Barbara, CA. 93101

Secretary: William B. Morgan

Address: 425 Garden St.
Santa Barbara, CA. 93101

Treasurer: William B. Morgan

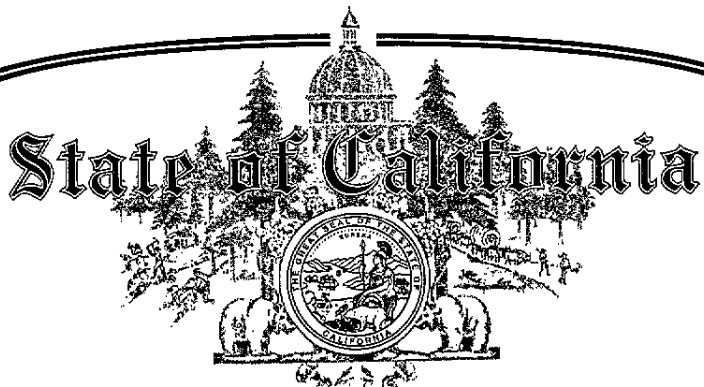
Address: 425 Garden St.
Santa Barbara, CA. 93101

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Connie Lyn Morgan
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Connie Lyn Morgan President
(Typed or printed name and capacity of person signing application)

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00 JUN -2 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



SECRETARY OF STATE

CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the **27th day of October**, **KIRBY MORGAN DIVE SYSTEMS** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of May 18, 2000.



Bill Jones
BILL JONES
Secretary of State

ryjr