

F95000002493

TRANSMITTAL LETTER

500001497039
-05/23/95--01106--001
***3361.25 ***3361.25

TO: QUALIFICATION/REGISTRATION SECTION
DIVISION OF CORPORATIONS

500001390396
-01/27/95--01011--006
*****78.75 *****78.75

SUBJECT: Outdoor Adventures Unlimited, Inc.
(Name of corporation)

Dear Sir or Madam:

WQS - 1994

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:

Karen Santangelo-McNatt
(Name of Person)

Divers Supply
(Firm/Company)

5208 Mercer University Dr.
(Address)

Macon GA 31210
(City, State and Zip Code)

SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 23 AM 9:35
12/5/94

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

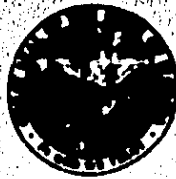
Karen Santangelo-McNatt at (912) 474-6790
(Name of Person) Area Code & Daytime Telephone Number

COURIER ADDRESS:

Qualification/Registration Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Registration Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 27, 1995

KAREN SANTANGELO-MCNATT
DIVERS SUPPLY
5208 MERCER UNIVERSITY DR
MACON, GA 31210

SUBJECT: OUTDOOR ADVENTURES UNLIMITED, INC.
Ref. Number: W95000001994

We have received your document for OUTDOOR ADVENTURES UNLIMITED, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

✓ Please list the Federal Employer Identification number in the appropriate section of the application. If applied for, enter "applied for", or if not applicable, enter "N/A".

✓ The entity's period of duration must be listed on the application. Please insert the word "perpetual", if a specific date of dissolution or term of existence has not been specified.

Section 607.1502(4) or 617.1502(4), Florida Statutes, requires this office to collect a \$500 penalty fee for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report fees that would have been due this office had the corporation qualified the year it began operations in this state. The amount due this office to cover both annual report and penalty fees is \$3,361.25.

Enclosed please find a copy of section 607.1501 or 617.1501, Florida Statutes, which lists those activities that do not constitute transacting business or conducting affairs in this state. If after reviewing this section you determine erroneous information was inserted on the application, a sworn affidavit containing the following information must be submitted: 1.) a statement indicating erroneous information was listed on the application; and 2.) the correct date the corporation began transacting business or conducting its affairs in Florida prior to the year the application was submitted did not constitute transacting business or conducting affairs pursuant to section 607.1501 or 617.1501, Florida Statutes.

If you have any questions concerning the filing of your document, please call (904) 487-6958.

Lee Rivers
Document Examiner

Letter Number: 995A00003615

Divers Supply

5208 Mercer University Drive Macon, Georgia 31210-4003 Phone (912) 474-6790 FAX (912) 477-8474

Florida Department of State
Attn: Lee Rivers
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: Letter Number 995A00003615

January 31, 1995

Dear Mr. Rivers:

Please find enclosed the application for Divers Supply, with the corrections as per your letter. I also read your statement concerning penalties for not having filed in prior years. I would like to address this matter if I can. We were completely unaware that we were required to file as a foreign corporation in the State of Florida until I received your application last week, in which I immediately filled out and submitted it to you. I also contacted our CPA in regards to this. He stated that he has been filing all our returns as a foreign corporation and was at a loss to explain why we were being penalized. In essence, could you please abate the penalties. We would, in no way, attempt to fraud the State of Florida, and honestly try to keep our status with you in good standing.

Sincerely,

Karen M. Santangelo-McNatt

Karen M. Santangelo-McNatt
Accountant - Divers Supply

enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 23 AM 9:35



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 7, 1995

Karen M. Santangelo-McNatt, Accountant
Divers Supply
5208 Mercer University Drive
Macon GA 31210

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 23 AM 9:35

RE: OUTDOOR ADVENTURES UNLIMITED, INC. (FEI# 58-1941819)

Dear Ms. Santangelo-McNatt:

This letter is in response to your letter dated January 31, 1995. We appreciate the fact that OUTDOOR ADVENTURES UNLIMITED, INC. did not willfully choose not to file for authorization before transacting business in Florida. However, any foreign corporation that intends to transact business in this state is required to obtain a certificate of authority from the Department of State prior to transacting business as stated in section 607.1501(1), Florida Statutes:

"A foreign corporation may not transact business in this state until it obtains a certificate of authority from the Department of State."

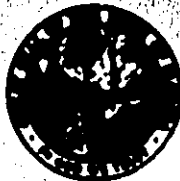
The statute directs this office to collect the appropriate civil penalty of \$500.00 for each year or part thereof that a foreign corporation transacts business in this state without authority. It is the responsibility of the corporation to be aware of and to comply with the Florida Statutes. From your letter, there does not appear to be any compelling reason for the penalty fees to be abated.

Please note that filing for authorization with the Division of Corporations is a separate issue from filing tax returns with the Department of Revenue.

If you have any questions please call or write us at the phone number or address below.

LEE RIVERS

Lee Rivers, Corporate Specialist
Division of Corporations
PO Box 6327
Tallahassee FL 32314
(904) 487-6958



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 11, 1995

KAREN SANTANGELO-MCNATT
DIVERS SUPPLY
5208 MERCER UNIVERSITY DR
MACON, GA 31210

SUBJECT: OUTDOOR ADVENTURES UNLIMITED, INC.
Ref. Number: W95000001994

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 MAY 23 AM 9:35

This letter is in response to the application by foreign corporation for authorization to transact business in Florida that was previously submitted to this office for OUTDOOR ADVENTURES UNLIMITED, INC..

The referenced application states that the corporation has transacted business in the State of Florida since January 1, 1990. You were notified by letter dated January 27, 1995, that because of failure to obtain a certificate of authority prior to transacting business in the State of Florida, the corporation is liable for \$3361.25 in appropriate fees and penalties as set forth in Section 607.1502(4), Florida Statutes, (copy enclosed).

Until a response is received by this office concerning the prior notification, the application by foreign corporation for authorization to transact business in Florida will not be processed. If erroneous information was reflected on the previously submitted application, a sworn affidavit may be filed stating the correct date the corporation first transacted business in Florida, that the corporation did not transact business in Florida prior to the application filing year and that the information entered on such application is incorrect. Any such affidavit will be included with your original qualification documents.

Please provide your response to this letter within 30 days to avoid the necessity of further action.

If you have further questions concerning the filing of your document, please telephone the Foreign Qualification/Tax Lien Section at (904) 487-6091.

Lee Rivers
Document Examiner Letter No. 795A00024193

Enclosure

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

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

FILED
SECRETARY
DIVISION OF CG
MAY 23
9:35
TALLAHASSEE

1. Outdoor Adventures Unlimited 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. Georgia 3. 58-1941819
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. Feb 1977 5. "Perpetual"
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. March 1990
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 1281 N.W. 76th Blvd.
Gainesville, FL 32606
(Current mailing address)

8. Subsidiary of Georgia Corp. - sell diving equipment
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Richard H. McNatt

Office Address: 1901 North 1st Street #505

JAX Beach, FL 32250-7478, Florida , 32250-7478
(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.

Richard H. McNatt
(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.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Richard H. McNatt

Address: 1901 North 1st Street #505

TAX BOROCH, FL 32250-7478

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13.

Richard H. McNatt
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14.

Richard H. McNatt - President
(Typed or printed name and capacity of person signing application)

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 950170664
CONTROL NUMBER : 7801266
DATE INC/AUTH/FILED : 02/16/1998
JURISDICTION : GEORGIA
PRINT DATE : 01/17/1998
FORM NUMBER : 211

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JAN 23 AM 9:35

KAREN MCNATT
5208 MERCER UNIVERSITY DRIVE
MACON GA 31210

CERTIFICATE OF EXISTENCE

I, MAX CLELAND, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

OUTDOOR ADVENTURES UNLIMITED, INC.
A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above and was incorporated, formed, or authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution or certificate of cancellation with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta