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SECRETARY OF STATE

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LAW OFFICES

GREGORY W. KABEL, P.A.

2312 WILTON DRIVE WILTON MANORS, FLORIDA 33305

Member of the Florida Bar

Telephone: (954) 761-7770 Facsimile: (954) 761-3750

gwkesq@bellsouth.net

January 11, 2012

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: U.S. Dive Show Management, LLC

Ladies and Gentlemen:

Enclosed are an original and one (1) photocopy of the Articles of Organization of the above-captioned entity, together with a check in the amount of \$160.00 representing the Filing Fee plus the cost of one (1) Certified Copy of the Articles and one (1) Certificate of Status.

Please send the certified copies to the address at the top of this letterhead. The E-mail address to be used for future annual report notifications is:

brad@usdiveshows.com

Feel free to contact me at the above referenced number with any questions or concerns.

Yery truly,

Gregory W. Kabel, Esq.

Enclosures

ARTICLES OF ORGANIZATION OF 12 JAN 12 PM 12: 39

U.S. DIVE SHOW MANAGMENT, LLGECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned managing member, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

Article I - Name

The name of this company is U.S. DIVE SHOW MANAGMENT, LLC

Article II – Address

The address of the principal office and the mailing address of this company is 1323 SE 17th Street, Fort Lauderdale, FL 33316.

Article III - Registered Agent

The street address of the initial registered agent of this company and the name of the initial registered agent of this company at such office is:

Gregory W. Kabel, Esq. 2312 Wilton Drive Wilton Manors, FL 33305

Article V - Commencement

This company shall commence on the date on which these Articles of Organization are filed with the Florida Department of State.

Article VI - Managing Member

The name and address of the company's sole Managing Member is:

Brad D. Nolan 1323 SE 17th Street, #308 Fort Lauderdale, FL 33316

Article VII - Indemnification

This company shall indemnify any member, including any managing member, of this company to the fullest extent permitted by law.

Article VIII - Amendment

This company reserves to its members the right to amend or repeal any provisions now or hereafter contained in these Articles of Organization. Any rights which these Articles may confer upon this company may be modified or canceled by a vote of the members to amend or repeal these Articles.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this <u>10</u> day of January, 2012.

Brad D. Nolan, Managing Member

Acceptance of Appointment of Registered Agent

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

regory W. Kabel, Esq

Registered Agent