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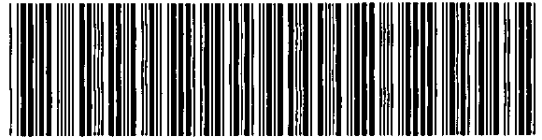
(Business Entity Name)

(Document Number)

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PHONE: (800) 435-9371; FAX: (866) 860-8395

DATE: 11-05-15

NAME: MIAMI YACHT DIVERS, LLC

TYPE OF FILING: CONVERSION/ARTICLES OF ORGANIZATION

COST: 150.00 + 30.00

RETURN: CERTIFIED COPY PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE

Abbie Hodge

Articles of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

The Articles of Conversion **and attached Articles of Organization** are submitted to convert the following **"Other Business Entity"** into a **Florida Limited Liability Company** in accordance with s.605.1045, Florida Statutes.

1. The name of the "Other Business Entity" immediate prior to the filing of the Articles of Conversion is Miami Yacht Divers, Inc. LD6742

2. The "Other Business Entity" is a corporation.

First organized, formed or incorporated under the laws of the State of Florida on August 4, 1989.

3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Miami Yacht Divers, LLC.

4. If not effective on the date of filing, enter the effective date: _____
(The effective date: 1) cannot be prior to the date of receipt or filed date nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

5. The plan of conversion has been approved in accordance with all applicable statutes.

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Signed this 4th day of November, 2015.

Signature of Authorized Representative of Limited Liability Company:

Signature of Authorized Representative: [Signature]
Print Name: Daniel H. Del Monico Title: Authorized Representative

Signature(s) on behalf of the Other Business Entity: [See below for required signature(s)]

Signature of Authorized Representative: [Signature]
Print Name: Daniel H. Del Monico Title: President

Signature of Authorized Representative: _____
Print Name: _____ Title: _____

Signature of Authorized Representative: _____
Print Name: _____ Title: _____

Signature of Authorized Representative: _____
Print Name: _____ Title: _____

Signature of Authorized Representative: _____
Print Name: _____ Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.

If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

| | |
|--|--------------------|
| Articles of Conversion | \$25.00 |
| Fees for Florida Articles of Organization: | \$125.00 |
| Certified Copy: | \$30.00 (Optional) |
| Certificate of Status: | \$5.00 |

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ARTICLES OF ORGANIZATION
OF
MIAMI YACHT DIVERS, LLC
(a Florida limited liability company)

The undersigned, in forming a Florida limited liability company under the Florida Revised Limited Liability Company Act, Chapter 605 of the Florida Statutes, hereby adopts the following Articles of Organization:

ARTICLE I
NAME

The name of the limited liability company is MIAMI YACHT DIVERS, LLC (hereinafter, the "Company").

ARTICLE II
MAILING AND PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company is 10 S.W. South River Drive, Unit 2005, Miami, Florida 33130.

ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the Company's registered agent are Joseph C. Moffa, 100 S.E. Third Avenue, Suite 2202, Fort Lauderdale, Florida 33394.

ARTICLE IV
MANAGEMENT

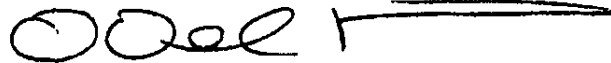
The Company shall be manager-managed. The name and address of the initial manager of the Company is Daniel H. Del Monico, 10 SW South River Drive, Unit 2005, Miami, Florida 33130.

ARTICLE V
RESTRICTIONS ON TRANSFER OF MEMBERSHIP INTERESTS

The transfer of membership interests in the Company are subject to restrictions set forth in the Company's operating agreement.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 4th day of November, 2015.

MIAMI YACHT DIVERS, LLC

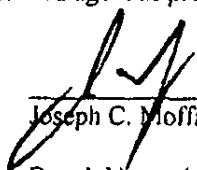


Daniel H. Del Monico
Authorized Representative

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for MIAMI YACHT DIVERS, LLC at the place designed in Article III of the Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 605, F.S.



Joseph C. Moffa

Dated: November 4, 2015

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