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REFERENCE : 910264 4323655

AUTHORIZATION :

COST LIMIT : \$ 78.75 *Patricia Pizich*

ORDER DATE : April 8, 1996

ORDER TIME : 10:24 AM

ORDER NO. : 910264

SECRET 1772619

CUSTOMER NO: 4323655

CUSTOMER: Katherine Russell, Legal Asst
ANNIS MITCHELL COCKEY EDWARDS
& ROEHN, P.A.
P. O. Box 3433

Tampa, FL 33601

DOMESTIC FILING

NAME: DEEP SEA SHIPWRECK EXPLORERS
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: *H/S PK*
JB

FILED
96 APR -8 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

DEEP SEA SHIPWRECK EXPLORERS ASSOCIATION, INC.

FILED
96 APR -9 AM 11:56
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation not for profit under the laws of the State of Florida.

ARTICLE I

Name

The name of the corporation is Deep Sea Shipwreck Explorers Association, Inc., with its principal offices located at 3030 N. Rocky Point Drive W., Suite 280, Tampa, Florida 33607. The Board of Directors may from time to time move the principal office of the corporation to any other address in the State of Florida.

ARTICLE II

Nature of Business

The purposes for which the Corporation is formed are exclusively to promote deep sea exploration using the most advanced technology and highest professional ethical standards in an effort to preserve and protect the historic and archeological value of shipwrecks during the process of exploration and recovery of artifacts.

ARTICLE III

Membership

The membership of this corporation shall be determined as set forth in the Bylaws.

ARTICLE IV

Term of Existence

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation in the office of the Secretary of the State of Florida and the corporation shall have perpetual existence thereafter.

ARTICLE V

Incorporators

The name and address of the incorporator of these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Greg Stemm	4912 S. Melrose Avenue Tampa, Florida 33629

ARTICLE VI

Directors

The affairs of the corporation shall be managed by a Board of Directors, members of which shall be elected annually. The number of directors shall be fixed as set forth in the Bylaws of the corporation but shall never be less than three (3).

ARTICLE VII

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 3030 N. Rocky Point Drive W., Suite 280, Tampa, Florida 33607 and the name of the initial registered agent at such address is Greg Stemm.

ARTICLE VIII

Bylaws

The Board of Directors of this corporation shall provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time. Upon proper notice the Bylaws may be amended, altered or rescinded by a majority vote of a quorum of the members of the Board of Directors at any regular meeting or any special meeting called for that purpose.

ARTICLE IX

Amendments

Amendments to these Articles of Incorporation shall be proposed by the officers of the corporation and approved by the Board of Directors by a two-thirds vote of a quorum present at a meeting duly called in accordance with the Bylaws of the corporation.

ARTICLE X

Dissolution

Upon dissolution of the corporation, all of its assets shall be distributed *pro rata* among the members in good standing on the date of dissolution.

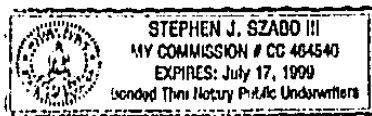
IN WITNESS WHEREOF, the undersigned incorporator executed these Articles this 5th day of April, 1996.

[Signature]
Incorporator

(SEAL)

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing was acknowledged before me this 5th day of April, 1996 by Greg Stemm, who ~~is personally known to me~~ who has produced a Florida Driver's License as identification.



[Signature]
NOTARY PUBLIC

Name: Stephen J. Szabo, III
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept the designation to act in this capacity, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Date: 4/5/96

[Signature]
Registered Agent