

*Woodward, Pires & Lombardo, P.A.*

ATTORNEYS-AT-LAW

P00000111339

November 27, 2000

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Naples Scuba Center, Inc.

Dear Sir or Madame:

Enclosed you will find one original and one photocopy of Articles of Incorporation for Naples Scuba Center, Inc. Please note that Article II contains an effective date of November 27, 2000.

Please file this document as provided by law and return to the undersigned the enclosed copy as well as the Certificate of Incorporation.

Also enclosed is our firm check in the amount of \$78.75 representing the filing fee for this corporation.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

*John A. Garner*  
John A. Garner

JAG\  
Enclosures

CRAIG R. WOODWARD\*  
MARK J. WOODWARD  
ANTHONY P. PIRES, JR.\*\*  
J. CHRISTOPHER LOMBARDO  
STEVEN V. BLOUNT  
JOHN A. GARNER\*\*\*  
CARRIE E. LADEMAN  
PAUL L. KUTCHER\*\*\*\*

BURT L. SAUNDERS  
OF COUNSEL

\*Board Certified Real  
Estate Attorney

\*\*Board Certified City,  
County and Local  
Government Attorney

\*\*\* Also admitted in  
Indiana and Georgia

\*\*\*\* Also admitted in  
Pennsylvania

700003479827--5  
-11/29/00--01050--019  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

EFFECTIVE DATE

11-27-00

FILED  
00 NOV 29 PM 3:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Please Respond to: Pelican Bay

Pelican Bay 801 Laurel Oak Dr., Suite 710, Naples, FL 34108 (941) 566-3131 Fax (941) 566-3161

Marco Island 606 Bald Eagle Dr., Suite 500, P.O. Box 1, Marco Island, FL 34146 (941) 394-5161 Fax (941) 642-6402

12-4

**Articles of Incorporation  
of  
Naples Scuba Center, Inc.**

**FILED**  
00 NOV 29 PM 3:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
CORPORATE NAME**

The name of this Corporation is: Naples Scuba Center, Inc.

**ARTICLE II  
EFFECTIVE DATE**

These Articles of Incorporation shall be effective as of November 27, 2000.

**EFFECTIVE DATE**  
11-27-00

**ARTICLE III  
CAPITAL STOCK**

The aggregate number of shares which this Corporation shall have authority to issue is 10,000 common shares with a par value of \$0.10 each. Common shares shall be the only class of shares which this Corporation shall have authority to issue.

**ARTICLE IV  
INCORPORATOR**

The name and address of the incorporator are:

<u>Name</u>	<u>Address</u>
John A. Garner	Suite 710 801 Laurel Oak Drive Naples, FL 34108-2707

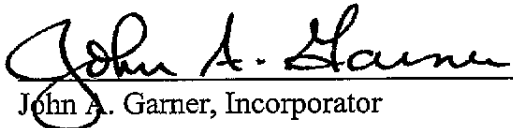
**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is: Suite 710, 801 Laurel Oak Drive, Naples, Florida 34108-2707, and the name of the initial registered agent of this Corporation at that address is: John A. Garner

**ARTICLE VI**  
**PRINCIPAL OFFICE**

The address of the principal office of this Corporation shall be 1949 Davis Boulevard, Naples, Florida 34104.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on November 27, 2000.

  
\_\_\_\_\_  
John A. Garner, Incorporator

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

**FILED**  
00 NOV 29 PM 3:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN COMPLIANCE WITH SECTION 48.091, AND SECTION 607.0501, FLORIDA  
STATUTES, THE FOLLOWING IS SUBMITTED:

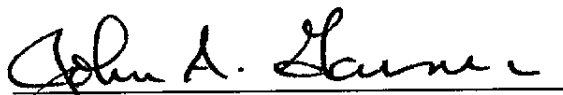
Naples Scuba Center, Inc. desiring to organize or qualify under the laws of the State of  
Florida, with its principal place of business located at 1949 Davis Boulevard, Naples, Florida 34104,  
has named John A. Garner, located at Suite 710, 801 Laurel Oak Drive, Naples, Florida 34108-2707,  
as its agent to accept service of process within Florida.

Dated: November 27, 2000

  
John A. Garner, Incorporator

Having been named to accept service of process for the above-stated corporation, at the place  
designated in this Certificate, John A. Garner, hereby agrees to comply with the provisions of all  
statutes relative to the proper and complete performance of its duties.

Dated: November 27, 2000

  
John A. Garner