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Florida Department of State  
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**To:**  
Division of Corporations  
Fax Number : (850) 922-4001

**From:**  
Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

**FLORIDA PROFIT CORPORATION OR P.A.****DIVE/O/MITE SCUBA CHARTERS, INC.**

|                       |         |
|-----------------------|---------|
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF  
DIVE/O/MITE SCUBA CHARTERS, INC.

ARTICLE I.  
NAME

The name of the Corporation is: DIVE/O/MITE SCUBA CHARTERS, INC.

ARTICLE II.  
PRINCIPAL OFFICE

The principal office of the Corporation (or the mailing address) will be: 76 Shoreland Drive, Key Largo, Florida 33037

ARTICLE III.  
DURATION

The corporation shall exist in perpetuity.

ARTICLE IV.  
PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V.  
CAPITAL STOCK

The corporation is authorized to issue 10,000 shares of one dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE VI.  
RIGHT OF SHARES OF CAPITAL STOCK

The entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares, each share having one vote. Nothing in these Articles shall be construed to allow cumulative voting of shares. Shareholders shall not have pre-emptive rights.

ARTICLE VII.  
REGISTERED AGENT

The name and address of the initial registered agent are:

GERALD V. WALSH  
9500 N.W. 37th Court  
Coral Springs, FL 33065

\*\*\*\*\*  
This Instrument Prepared By:  
GERALD V. WALSH, Esq.  
9500 N.W. 37th Court  
Coral Springs, FL 33065  
Fla. Bar No. 185066

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**ARTICLE VIII.**  
**INITIAL BOARD OF DIRECTORS**

This Corporation shall have One Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws adopted by the Shareholders.

**ARTICLE IX.**  
**INITIAL DIRECTORS AND OFFICERS**

The name and address of the Members of the First Board of Directors who shall hold office until successors are elected and qualified are as follows:

PRESIDENT/SECRETARY/TREASURER/DIRECTOR:

KYLE S. LANE  
76 Shoreland Drive  
Key Largo, Florida 33037

**ARTICLE X.**  
**INCORPORATION**

The name and address of the person signing these Articles of Incorporation as Incorporator are:

GERALD V. WALSH  
9500 N.W. 37th Court  
Coral Springs, FL 33065

**ARTICLE XI.**  
**BY-LAWS**

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Directors.

**ARTICLE XII.**  
**INDEMNIFICATION**

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

**ARTICLE XIII.**  
**COMMENCEMENT OF CORPORATE EXISTENCE**

Corporate existence shall be deemed to commence on the Date of Filing of these Articles of Incorporation with the State of Florida.

The undersigned has executed these Articles of Incorporation this  
7th day of February, 2001.

*Gerald V. Walsh*  
GERALD V. WALSH - Incorporator

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**CERTIFICATE OF DESIGNATION**

**REGISTERED AGENT/REGISTERED OFFICE  
UPON WHOM PROCESS MAY BE SERVED**

Pursuant to the provision of Section 701.0501, Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

The name of the Corporation is DIVE/O/MITE SCUBA CHARTERS, INC.

The name of the Registered Agent and Office are:

GERALD V. WALSH  
9500 N.W. 37th Court  
Coral Springs, FL 33065

Having been named as registered agent and to accept service of process for the above stated Corporation 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.

*Gerald V. Walsh*  
GERALD V. WALSH  
Registered Agent

Date: Feb 7, 01

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