

TRANSMITTAL LETTER

PO1000056269

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

SUBJECT: SFUPS, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

200004338762--8
-06/04/01--01005--004
*****70.00 *****70.00

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Scott McDuff
Name (Printed or typed)

1465 Barcelona Way
Address

Weston, FL 33327
City, State & Zip

work (305) 234-9888 / cell (786) 525-9647
Daytime Telephone number

FILED
01 JUN -1 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

7.5AMT: JUN 07 2001

2-

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

SFUPS, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1465 Barcelona Way
Weston, FL 33327

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Underwater Photography Society

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

Officers & Directors are nominated by members of the Board.
The Board votes on the nominations & the officers & directors
are ratified by the general members.

ARTICLE V INITIAL DIRECTORS/OFFICERS

The name and addresses:

Phil Rudin, President, 12143 Sunset Point Circle, West Palm Beach, FL 33414
Audrey Eisnor, Treasurer, 7406 NW 61 Terrace, Parkland, FL 33067
Scott McDuff, Vice President, 1465 Barcelona Way, Weston FL 33327

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

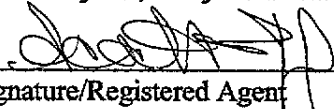
Scott McDuff
1465 Barcelona Way
Weston, FL 33327

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Scott McDuff
1465 Barcelona Way
Weston, FL 33327

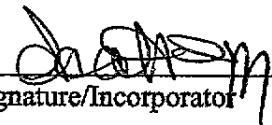
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent

5/29/2001

Date



Signature/Incorporator

5/29/2001

Date