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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
Phone : (212) 431-5000
Fax Number : (212) 431-1441

FLORIDA PROFIT CORPORATION OR P.A.

SEA DOGS DIVE CENTER, INC.

Certificate of Status	0
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Page Count	03
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SEA DOGS DIVE CENTER, INC.

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607, of the Revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is **SEA DOGS DIVE CENTER, INC.**
2. The duration of the corporation shall be perpetual.
3. The purpose for which this corporation is being formed is to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000) shares with no par value.
5. The principal address of the corporation will be:
111 Flagler Avenue, New Smyrna Beach, FL 32169.
6. The address of the initial registered office will be **111 Flagler Avenue, New Smyrna Beach, FL 32168** the name of its initial registered agent at such address is **Richard Coleman.**
7. The names and the addresses of the persons who shall serve as the initial Board of Directors are as follows **Richard A. Coleman, 111 Flagler Avenue, New Smyrna Beach, FL 32169.**
8. The name and address of the sole incorporator is:
Ronald Brown
c/o BlumbergExcelsior Corporate Services, Inc.
62 White Street, New York, NY 10013

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: **October 29, 2001**


Ronald Brown
Sole Incorporator

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TALLAHASSEE, FLORIDA

Blumberg Excelsior Corporate Services
62 White Street
New York, NY 10013

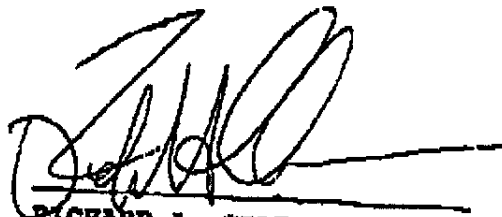
ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of
SEA DOGS DIVE CENTER, INC.

Dated: October 29, 2001.


By: **RICHARD A. COLEMAN**
Its: **AGENT**

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Blumberg Excelsior Corporate Services
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New York, NY 10013