

PO1000110722

November 13, 2001

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*****78.75 *****78.75

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

To whom it may concern,

Enclosed, are the Articles of incorporation & \$78.75. Please file and return the necessary paperwork.

Sincerely,



Brad Mandell

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Brad S. Mandell 3354 17th Street, Sarasota, FL 34235.

11-20-01
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ARTICLES OF INCORPORATION OF SIESTA KEY SCUBA, INC.

The undersigned hereby adopts the following Articles of incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I – NAME

The name of the corporation shall be Siesta Key Scuba, Inc.

ARTICLE II- Duration

The corporation shall exist perpetually unless sooner dissolved according to law

ARTICLE III- Purpose

The corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE IV- Stated Capital

The corporation is authorized to issue the following capital stock:

No. Shares	Classification	Par Value
1000	Common	\$1.00

The shares of stock may be issued for cash, property, real or personal, or labor or services actually performed for the corporation at a just value fixed by the Board of Directors. Consideration for the stock shall not be less than par value and shares may not be issued until fully paid.

ARTICLE V- Initial Registered office and agent

The street address of the initial registered office of the corporation is 3354 17th Street, Sarasota, FL 34235 and the name of the initial registered agent at that address is Brad S. Mandell, Esq.

Article VI Board of Directors

The corporation shall have one director initially. The number of directors may be increased or decreased from time to time thereafter in accordance with the bylaws of the corporation but shall never be less than one. The name and address of the initial director is Brad S. Mandell 3354 17th Street, Sarasota, FL 34235.

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Article VII Incorporator and Principal Office

The name and address of the incorporator and principal office is Brad S. Mandell 3354 17th Street, Sarasota, Fl 34235.


Article VIII Shareholder Property

Private property of the shareholder shall not be subject to the payment of the corporation's debts. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of the shareholders to the corporation.

Article IX Amendments to Articles

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a shareholders' meeting with not less than two-thirds vote of the common stock.

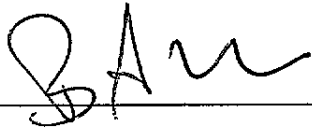
IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation this 11th day of Nov, 2001


Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Siesta Key
Scuba, Inc.

Dated this 11th day of Nov, 2001.



Registered Agent

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TALLAHASSEE, FLORIDA