

PO20000058402

May 15, 2002

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

Re: Offshore Adventures, Inc. 100005557951--9
-05/17/02--01063--018
*****78.75 *****78.75

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with a money order in the amount of \$78.75.

This represents the cost of the Filing Fees and Fee for Registered Agent Designation and Certified Copy for the above named corporation.

Very truly yours,

Vern Knudsen

Vern Knudsen
Accountant For
Offshore Adventures, Inc.
810 Nottingham Blvd.
West Palm Beach, Florida 33405

FILED
02 MAY 28 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

002-14576



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 20, 2002

VERN KNUDSEN, ACCOUNTANT
810 NOTTINGHAM BLVD
WEST PALM BEACH, FL 33405

SUBJECT: OFFSHORE ADVENTURES, INC.
Ref. Number: W02000014576

We have received your document for OFFSHORE ADVENTURES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6930.

Donna Graves
Document Specialist
New Filing Section

Letter Number: 802A00032190

ARTICLES OF INCORPORATION

Ocean
of
OFFSHORE ADVENTURES, INC.
(name of corporation)

FILED

02 MAY 28 AM 10:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt(s) the following articles of incorporation for such corporation:

ARTICLE I - CORPORATE NAME

The name of the corporation is:

OFFSHORE ADVENTURES, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 100 shares of common stock, par value \$ 1.00 per share.

ARTICLE V - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS		
810 NOTTINGHAM BLVD.		
CITY	FLORIDA	ZIP
WEST PALM BEACH		33405

Mailing address, if different

STREET ADDRESS		
CITY	FLORIDA	ZIP

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME		
EDWARD W. MILLER		
ADDRESS		
810 NOTTINGHAM BLVD		
CITY	FLORIDA	ZIP
WEST PALM BEACH		33405

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>EDWARD W. MILLER</u>		
ADDRESS	<u>810 NOTTINGHAM BLVD.</u>		
CITY	<u>West Palm Beach</u>	STATE	ZIP <u>33405</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	<u>EDWARD W. MILLER</u>		
ADDRESS	<u>810 NOTTINGHAM BLVD</u>		
CITY	<u>West Palm Beach</u>	STATE <u>FLORIDA</u>	ZIP <u>33405</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

The undersigned incorporator(s) have executed these Articles of Incorporation this 15th day of MAY, 2002.

Edward W Miller (Signature)

_____ (Signature)

_____ (Signature)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE

FILED
02 MAY 28 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OPAV
OFFSHORE ADVENTURES, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, organized under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 810 NOTTINGHAM BLVD.
WEST PALM BEACH, FLORIDA 33405

has named EDWARD W. MILLER

located at the aforesaid address, as its registered agent to accept service of process within this state.

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.

Edward W Miller
(Signature)

5/15/2002
(Date)