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Florida Department of State
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To:

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

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

**FLORIDA PROFIT CORPORATION OR P.A.
INTERNATIONAL ASSOCIATION OF RESCUE DIVERS, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 MAY -2 /M 8:57

FILED

**ARTICLES OF INCORPORATION
OF
INTERNATIONAL ASSOCIATION OF RESCUE DIVERS, INC.**

FILED
MAY - 2 - 1957
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person, acting to form a corporation under the laws of State of Florida that provide for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, do hereby make, subscribe, acknowledge and file with the Secretary of State of Florida these Articles of Incorporation; and to that end set forth:

ARTICLE I

The name of the corporation shall be:

INTERNATIONAL ASSOCIATION OF RESCUE DIVERS, INC.

ARTICLE II

The Corporation may engage in any activity of business permitted under the laws, of the State of Florida and the United States of America.

ARTICLE III

The maximum number shares of Stock which the Corporation shall have outstanding at any time shall be 2000 shares of Common Stock at U.S. \$1.00 each. All or any part of the Capital Stock may be paid either in lawful monies of the United States of America, or in other Assets transferred to the Corporation at a true valuation as of the time of exchange for Stock.

ARTICLE IV

The amount of Capital with which this Corporation shall begin to do business will not be less than Five Hundred Dollars U.S. Currency (\$500.00).

ARTICLE V

The Capital Stock of this Corporation may be issued pursuant to a plan under section 1244, Internal Revenue Code of 1954, as added by the Small Business Tax Provision of 1958. All of the Stocks and Securities in lieu of cash, or at a just valuation are to be determined by the Board of Directors of this Corporation.

ARTICLE VI

This corporation shall have perpetual existence.

THIS DOCUMENT PREPARED BY:
CHARLES PERDOMO
7985 S.W. GRAND CANAL DRIVE
MIAMI, FLORIDA 33144

ARTICLE VII

The initial post office address of the principle office of the corporation in Florida will be:

7985 S.W. GRAND CANAL DRIVE
MIAMI, FLORIDA 33144

ARTICLE VIII

The number of persons on the Board of Directors of the Corporation shall not be less than one. The names and post office addresses of the first Board of Directors, who being subject to the provisions of the Articles of Incorporation, the By-Laws and the Acts of Legislature, shall hold office for the first year of the Corporations existence, or until their successors are elected and shall be duly qualified are:

CHARLES PERDOMO
7985 S.W. GRAND CANAL DRIVE
MIAMI, FLORIDA 33144

PRESIDENT / SECRETARY

IRVING JOVELLAR
188 TRUXTON DRIVE
MIAMI, SPRINGS, FLORIDA 33166

VICE-PRESIDENT / TREASURER

ARTICLE IX

The names and post office addresses of each subscriber to the Articles of Incorporation and the percentage of Shares of common stock which they shall hold are:

1001 COMMON SHARES OF STOCK
CHARLES PERDOMO
7985 S.W. GRAND CANAL DRIVE
MIAMI, FLORIDA 33144

ARTICLE X

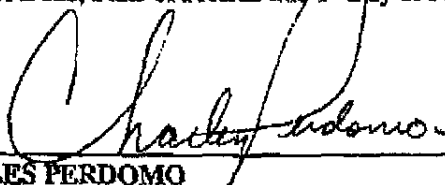
Limitations of Corporate Stock: No shareholder of this Corporation may sell or transfer stock except to another individual who is eligible to be a stockholder in the Corporation, and such sale or transfer may be made only after the same shall have been approved at a Stockholders's Meeting specifically called for that purpose by not less than a majority of the outstanding stock at such Stockholder's Meeting, exclusive of the stock to be sold. The Stockholders voting at such meeting shall have first option to purchase the shares from selling shareholder; the shares of stock held by the shareholder proposing to sell or transfer his shares may not be voted or counted for any purpose at said meeting.

ARTICLE XI

The Corporation shall have the further right and power to from time to time determine whether and to what extent, and at what time and place and under what conditions and regulations, the accounting books of this Corporation, others than the Stock Book, or any of them, shall be open to the inspection of the Stockholders, and no Stockholder shall have any right of inspecting any account book or document of this Corporation except as conferred by statute, unless authorized by resolution of the Stockholders or Board of Directors. The Corporation, in it's by-laws, confers powers upon it's Board of Directors or Officers, in addition to the foregoing and in addition to the powers authorized and expressly conferred by statute. Both the Stockholders and Directors shall have the power, if the by-laws so provide, to hold their respective meeting and to have one or more offices, within or without the State of Florida, and to keep the books of this Corporation subject to the provisions of the statute outside the State of Florida, at such places as may from time to time be designated by the Board of Directors.

The Corporation reserves the right to amend, alter, change or repeal any provisions contained in the Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the Stockholders herein or granted subject to this reservation.

We, the undersigned, being each and all of the Original Subscribers to the Capital Stock herein named for the purpose of forming a Corporation for Profit to do business within the State of Florida, do hereby make, subscribe and acknowledge and file this Certificate hereby declaring and certifying that the facts herein stated are true, and do respectively agree to abide by the Articles as herein stated. Subscribed to in the City of Miami, County of Dade, State of Florida this 1st Day of May 2003.


CHARLES PERDOMO

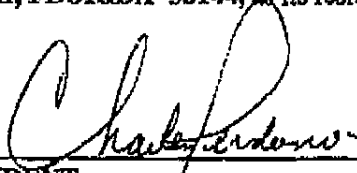
**CERTIFICATE DESIGNATING CHANGE OF PLACE OF
BUSINESS OR DOMICILE FOR SERVICES OF PROCESS WITHIN
THE STATE OF FLORIDA**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in accordance with said Act:

That **INTERNATIONAL ASSOCIATION OF RESCUE DIVERS, INC.**, qualify to do business under the law of the State of Florida, with it's principal post office address at:

**7985 S.W. GRAND CANAL DRIVE
MIAMI, FLORIDA 33144**

And it has appointed **CHARLES PERDOMO** of 7985 S.W. GRAND CANAL DRIVE, MIAMI, FLORIDA 33144, as its resident agent to accept services of process within this State.

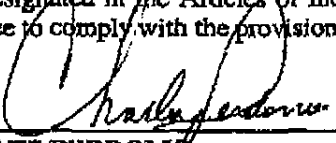


PRESIDENT

DATED: MAY 01, 2003

ACKNOWLEDGEMENT

Having been named to Accept Service of Process for the above stated Corporation at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



CHARLES PERDOMO
APPOINTED RESIDENT AGENT

DATED: MAY 01, 2003

FILED
03 MAY -2 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA