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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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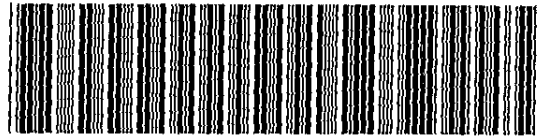
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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9/9/03

KELLEY & WARREN, P.A.

ATTORNEYS AT LAW

GLENN D. KELLEY
RICHARD B. WARREN
BOARD CERTIFIED IN BUSINESS LITIGATION

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August 28, 2003

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

Re: **SCUBA MATE, INC.**

Dear Sir or Madam:

Enclosed please find an original and one copy of the articles of incorporation and a check in the amount of \$78.75 for the filing fee and certified copy for the above named company. I have also enclosed a self addressed stamped envelope for return of our copy.

If you have any questions, please do not hesitate to contact us. Thank you.

Sincerely,

KELLEY & WARREN, P.A.



Ashlie Stoken-Baring, Paralegal

Enclosure(s)

**ARTICLES OF INCORPORATION
OF**

SCUBA MATE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I

NAME

The name of the corporation shall be: SCUBA MATE, INC.

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation is hereby authorized to carry on and to license and authorize others to carry on all or any part of the business specified in this Article, to-wit:

Any business authorized by law.

The corporation is specifically permitted to engage in any legal business in any other state as well as the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) SHARES with a value of ONE (\$1.00) DOLLAR per share.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall not be less than ONE HUNDRED (\$100.00) DOLLARS. —

ARTICLE V

CORPORATION EXISTENCE

The corporation shall have perpetual existence, which existence shall commence on the date on which these Articles are subscribed and acknowledged, unless the Articles are not filed with the Department of State within five (5) days thereafter, in which case such existence shall commence upon filing.

ARTICLE VI

PRINCIPAL OFFICE

The principal office and place of business of this corporation shall be located at: **1200 S.W. 3rd Street Pompano Beach, FL 33069** with the privilege of establishing offices and places of business at other places in the state of Florida or the United States of America or abroad.

ARTICLE VII

DIRECTORS AND OFFICERS

The first Board of Directors of the corporation shall consist of **two (2)** members as follows:

Michael Scheper
James Scheper

The initial officers of the corporation who shall serve from the commencement of the corporation's existence until their successors are elected and qualified, shall be as follows:

Michael Scheper
James Scheper

President
Vice President

Directors need not be residents of the State of Florida or stockholders of the corporation.

The number of directors after the special meeting for election of directors outlined above, may be increased but not diminished to a number less than ONE (1).

ARTICLE VIII

SUBSCRIBERS

The name and street address of the initial subscriber to the capital stock of the corporation, who is also the person signing, subscribing and acknowledging these Articles of Incorporation as incorporator is as follows:

Michael Scheper 1200 S.W. 3rd Street Pompano Beach, FL 33069

ARTICLE IX

PREEMPTIVE RIGHTS

Shareholders shall have preemptive right to acquire unissued or treasury shares of the corporation or securities of the corporation convertible into or carrying a right to subscribe to or acquire shares.

ARTICLE X

INCORPORATORS

The name and address of the person signing these Articles as incorporator is:

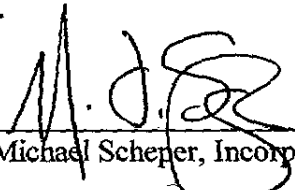
Michael Scheper
1200 S.W. 3rd Street
Pompano Beach, FL 33069

ARTICLE XI

REGISTERED OFFICE AND REGISTERED AGENT

The registered agent of the corporation, initially, shall be **Michael Scheper, 1200 S.W. 3rd Street Pompano Beach, FL 33069.**

IN WITNESS WHEREOF, the above named incorporator has hereunto set his hand and seal this 25th day of August, 2003.

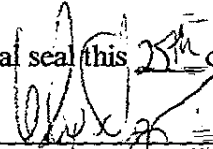


Michael Scheper, Incorporator (SEAL)

STATE OF FLORIDA)
)ss
COUNTY OF PALM BEACH)

I HEREBY CERTIFY, that on this day personally appeared before me, the undersigned authority, **MICHAEL SCHEPER** to me well known to be the personal described in and who executed the foregoing Articles of Incorporation, and that he acknowledged to and before me that he executed the same of the purposes therein mentioned.

WITNESS my hand and official seal this 25th day of August, 2003.



Print name: LESLIE SCHEPER
Notary Public, State of Florida
Commission No: _____

My commission expires:



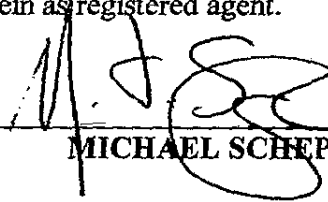
Leslie Scheper
MY COMMISSION # DD219362 EXPIRES
June 3, 2007
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

I hereby accept the designation herein as registered agent.

Date: August 25, 2003

By:


MICHAEL SCHEPER

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TALLAHASSEE, FLORIDA