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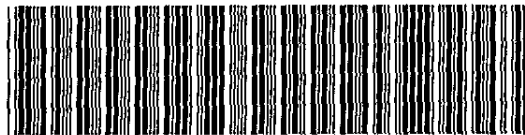
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

✓
04-35508

TH 10/11/04

HODGES & CARLE, P. A.

ATTORNEYS AT LAW

38410 NORTH AVENUE

POST OFFICE BOX 548

ZEPHYRHILLS, FLORIDA 33539-0548

TELEPHONE 782-7196

FAX 782-1026

AREA CODE 813

• STEPHEN D. CARLE
BOARD CERTIFIED
WILLS, TRUSTS & ESTATES LAWYER

RAYMOND H. HODGES
(1915-1999)

September 22, 2004

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301-6327 SEA ODYSSEA, INC.

In Re: [^]
~~Incorporation of DIVE IN FLORIDA, INC.~~

Gentlemen:

Enclosed is the original of the Articles of Incorporation. Our check for \$70.00 for filing is enclosed.

Very truly yours,



STEPHEN D. CARLE

SDC:hb

Enclosures



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood

Secretary of State

RECEIVED

04 OCT 11 AM 9:23

September 24, 2004

STEPHEN D CARLE, ATTORNEY
P O BOX 548
ZEPHYRHILLS, FL 33539-0548

SUBJECT: DIVE IN FLORIDA, INC.
Ref. Number: W04000035508

We have received your document for DIVE IN FLORIDA, INC. and your check(s) totaling \$70.00. 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) 245-6855.

Tammy Hampton
Document Specialist
New Filings Section

Letter Number: 404A00056307

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

SEA ODYSSEA, INC.

The undersigned, being qualified to act as incorporators under the Florida General Corporation Act, adopt the following Articles of Incorporation for the purpose of organizing a Corporation under the Act:

1. The name of the Corporation is:

SEA ODYSSEA, INC.

2. The duration of the Corporation is perpetual.

3. The street address of the principal office and of the registered office of the Corporation in the State of Florida shall be 14848 Ramsey Road, Dade City, FL 33525, and the name of the Registered Agent at such address is TONI L. BRIGMON.

4. The Corporation is to be for profit.

5. The purposes for which the Corporation is organized

are:

To sell scuba equipment, gear and supplies at retail or wholesale and to provide lessons and training;

To do any or all of the things herein set forth, and all things usual, necessary or proper in furtherance of or incidental to said business, to the same extent as natural persons might or could do in any part of the world, at wholesale or retail, as principal, agent, contractor, trustee or otherwise, and either alone or in company with others;

To carry on any other business, whether selling, manufacturing or otherwise, and to do all things not forbidden by the laws of the State of Florida, provided, however, that the Corporation is not being formed for any purpose which requires compliance with statutory provisions not a part of the Act which govern the formation of corporations and is not being organized for a purpose or purposes which require authorization under the laws or statutory regulations of the State of Florida by any office or commission other than the Office of the Secretary of State;

To be vested with all the rights and powers now or hereafter conferred upon such corporations by the laws of the State of Florida;

But if this Corporation shall undertake to do any of the things hereinbefore set forth in any state other than Florida, in the District of Columbia, in any territory, colony, or dependency of the United States, or in any foreign country or in any colony or dependency thereof, then as to such jurisdictions, and each of them, this Corporation shall be deemed to have such powers only insofar as such jurisdictions respectively permit corporations within their several respective jurisdictions to execute such powers.

6. The maximum number of shares that the Corporation is authorized to issue is one thousand (1,000) shares, all without par value. Such shares shall be of one class and shall be designated common shares.

7. The initial Board of Directors shall contain two Directors whose names and addresses follow:

TONI L. BRIGMON
14848 Ramsey Road
Dade City, FL 33523

STEVEN T. SCHAEFER
14848 Ramsey Road
Dade City, FL 33523

8. The name and address of the incorporators are:

TONI L. BRIGMON	STEVEN T. SCHAEFER
14848 Ramsey Road	14848 Ramsey Road
Dade City, FL 33523	Dade City, FL 33523

This Corporation shall enjoy and be subject to such benefits, privileges and immunities and such restrictions, liabilities and obligations as are provided with respect to corporations for profit generally by the laws of the land and which are held applicable to corporations for profit organized under the Florida General Corporation Act.

EXECUTED This 6th day of October, 2004.

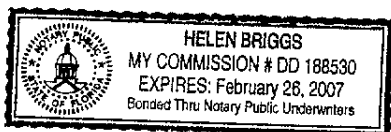
Toni L. Brigmon
TONI L. BRIGMON

Steven T. Schaefer
STEVEN T. SCHAEFER
INCORPORATORS

STATE OF FLORIDA)

COUNTY OF PASCO)

6th The foregoing instrument was acknowledged before me this day of October, 2004, by TONI L. BRIGMON,
[] who is personally known to me, OR
[X] who has produced a Florida Driver License as identification.



Helen Briggs
Signature of Notary Public
Helen Briggs
Typed/Printed Name of Notary Public
NOTARY PUBLIC

Serial Number (if any)

My commission expires: _____

STATE OF FLORIDA)

COUNTY OF PASCO)

6th The foregoing instrument was acknowledged before me this
day of October, 2004, by STEVEN T. SCHAEFER,
[] who is personally known to me, OR
[X] who has produced a Florida Driver License as
identification.



Helen Briggs

Signature of Notary Public

Helen Briggs

Typed/Printed Name of Notary Public
NOTARY PUBLIC

Serial Number (if any)

My commission expires: _____

Acceptance of Designation as Registered Agent

The undersigned hereby accepts designation as Registered Agent of SEA ODYSSEA, INC., and acknowledges that the undersigned is familiar with and accepts the obligations provided for registered agents under the laws of the State of Florida, this 6th day of October, 2004.

Toni L. Brigmon

TONI L. BRIGMON