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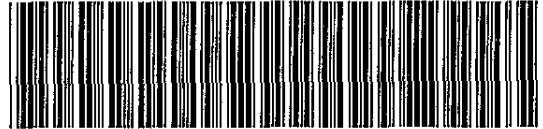
(Business Entity Name)

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
05 SEP 26 AM 11:21

MRS
9/27

Jeffrey M. Kirsch
Attorney at Law

2100 S.E. Ocean Boulevard
Suite 203
Stuart, Florida 34996
772-283-3051
(fax) 772-286-3335

September 22, 2005

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

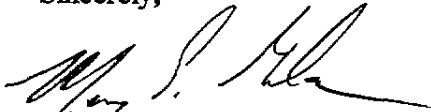
Re: New Corporate Filing

To Whom It May Concern:

Enclosed please find this firm's check in the amount of \$70.00, which represents payment of the filing fee for filing the Articles of Incorporation of Aquatics Diving Center of Florida, Inc., as well as the original and one copy of the Articles of Incorporation.

If you should have any questions, please do not hesitate to contact this office.

Sincerely,



Mary E. Glass
Legal Assistant for
Jeffrey M. Kirsch, Esquire

enclosures

ARTICLES OF INCORPORATION

OF

AQUATICS DIVING CENTER OF FLORIDA, INC.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is: Aquatics Diving Center of Florida, Inc.

ARTICLE II. NATURE OF CORPORATE BUSINESS

The corporation shall engage in the providing of scuba diving services and any other activity or business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock, each share having a par value of One Dollar (\$1.00).

Authorized capital stock may be paid for in cash, services or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV. EFFECTIVE DATE

The effective date of this corporation is upon filing with the Secretary of State.

ARTICLE V. REDEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of the same kind, class or series as that which he/she already holds, shall have the right to purchase his prorated

share thereof, at the price at which it is offered to others, which price may be in excess of par value.

ARTICLE VI. TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VII. ADDRESS

The initial street address of the principal office of the corporation shall be: 3744 SW Berry Avenue, Palm City, Florida 34990.

ARTICLE VIII. DIRECTOR(S)

The corporation shall have one (1) Director(s) initially. The number of Directors may be increased or diminished from time to time by the By-Laws but shall never be less than one. All directors shall be elected by affirmative vote of at least fifty-one percent (51%) of the outstanding shares.

ARTICLE IX. INITIAL DIRECTORS

The names and street addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified are:

Francisco Garcia
Calle Sucre EDF. Chiclana 25
Cumana, Sucre Venezuela

ARTICLE X. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved by the Stockholders' meeting by a majority of the stock entitled to vote therein, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment to these Articles is to be

made.

ARTICLE XI. RESTRICTIONS OF TRANSFER OF STOCK

Stockholders may enter into agreements restricting the right to freely transfer stock in the corporation. The legend on the share certificates will state that there may be a restriction upon share transfer.

ARTICLE XII. REGISTERED AGENT AND OFFICE

The Registered Agent designated for this corporation is Jeffrey M. Kirsch, whose registered address is: 2100 SE Ocean Blvd., Suite #203, Stuart, Florida 34996.

IN WITNESS WHEREOF, we have set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 15th day of September, 2005.


FRANCISCO GARCIA

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was sworn to and subscribed to before me this 15th day of September, 2005, by Francisco Garcia.

Provided Venezuelan ID: V- 9.274. 928


NOTARY PUBLIC

My Commission Expires



Mary E. Glass
MY COMMISSION # DD206111 EXPIRES
July 18, 2007
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE

I hereby accept the foregoing designation of Registered Agent of
Aquatics Diving Services of Florida, Inc.

Dated: September 15th, 2005.



JEFFREY M. KIRSCH, ESQUIRE

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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