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Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

8/7  
30X

**TRANSMITTAL LETTER**

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

**SUBJECT:** Certificate of Domestication for Undersea Breathing Systems, Inc.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

**FEES:**

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

**OPTIONAL:**

Certificate of Status	\$ 8.75
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**FROM:** George D. Psoinos, Esq.  
Name (printed or typed)

1655 Palm Beach Lakes Blvd., Suite 106  
Address

West Palm Beach, Florida 33401  
City, State & Zip

(561) 640-9010  
Daytime Telephone Number

## CERTIFICATE OF DOMESTICATION

The undersigned, William H. Delp, II, President/Director  
(Name) (Title)


of Undersea Breathing Systems, Inc a foreign corporation,  
(Corporation Name)

in accordance with s. 607.1801, Florida Statutes, does hereby certify:

1. The date on which corporation was first formed was December 13, 1994.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was State of Nevada.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was Undersea Breathing Systems, Inc.
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is Undersea Breathing Systems, Inc.
5. The jurisdiction that constituted the seat, siege social, or principal place of business or central administration of the corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was State of Nevada.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President/Director of Undersea Breathing Systems, Inc.

and am authorized to sign this Certificate of Domestication on behalf of the corporation and have done so this the 1st day of August, 2006.

  
(Authorized Signature)

### Filing Fee:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

ARTICLES OF INCORPORATION

OF

UNDERSEA BREATHING SYSTEMS, INC.

THE UNDERSIGNED INCORPORATOR HEREBY FORMS A CORPORATION UNDER THE LAWS OF THE  
STATE OF FLORIDA AND STATES AS FOLLOWS:

ARTICLE I  
NAME

THE NAME OF THIS CORPORATION IS:

UNDERSEA BREATHING SYSTEMS, INC.

ARTICLE II  
PRINCIPAL OFFICE

THE PRINCIPAL OFFICE OF THE CORPORATION IS:

1100 BARNETT DRIVE, #19  
LAKE WORTH, FLORIDA 33461

ARTICLE III  
DURATION

THIS CORPORATION SHALL COMMENCE EXISTENCE UPON THE FILING OF THESE ARTICLES OF  
INCORPORATION, AND CONTINUE IN EXISTENCE PERPETUALLY THEREAFTER.

ARTICLE IV  
PURPOSE

THIS CORPORATION IS ORGANIZED FOR THE PRIMARY PURPOSE OF THE MANUFACTURE,  
DISTRIBUTION, AND SALE OF COMPRESSOR SYSTEMS, AS WELL AS TO ENGAGE IN ANY LAWFUL ACTIVITY  
FOR WHICH CORPORATIONS MAY BE ORGANIZED UNDER THE FLORIDA BUSINESS CORPORATIONS ACT,  
AND ALL THINGS NECESSARY AND RELATED THERETO FOR THE LAWFUL PURSUIT NECESSARY OR  
INCIDENTAL TO THE ACCOMPLISHMENT OR THE PURPOSE OR THE ATTAINMENT OF THE OBJECTS OR THE  
FURTHERANCE OR SUCH PURPOSES OR OBJECTS OF THE CORPORATION; AND TO EXERCISE THOSE  
POWERS, RIGHTS AND PROCEDURES SET FORTH IN CHAPTER 607, FLORIDA STATUTES, FLORIDA  
GENERAL CORPORATION ACT, AND OF THE PURPOSES OF TRANSACTING ANY AND ALL LAWFUL  
BUSINESS. THE FOREGOING PARAGRAPH SHALL BE CONSTRUED AS ENUMERATING BOTH OBJECTS AND  
PURPOSES OF THE CORPORATION; AND IT IS

GEORGE D. PSOINOS, P.A.  
1655 PALM BEACH LAKES BLVD., SUITE 106  
WEST PALM BEACH, FL 33401  
FLORIDA BAR #339857  
(561-640-9010)

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HEREBY EXPRESSLY PROVIDED THAT THE FOREGOING ENUMERATION OF SPECIFIC PURPOSES SHALL NOT BE HELD TO LIMIT OR RESTRICT IN ANY MANNER THE PURPOSES OF THE CORPORATION OTHERWISE PERMITTED BY LAW.

THE FOREGOING PARAGRAPH SHALL BE CONSTRUED AS ENUMERATING BOTH OBJECTS AND PURPOSES OF THE CORPORATION; AND IT IS HEREBY EXPRESSLY PROVIDED THAT THE FOREGOING ENUMERATION OF SPECIFIC PURPOSES SHALL NOT BE HELD TO LIMIT OR RESTRICT IN ANY MANNER THE PURPOSES OF THE CORPORATION OTHERWISE PERMITTED BY LAW.

ARTICLE V  
CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE A MAXIMUM OF 500,000 SHARES OF A COMMON CLASS STOCK HAVING \$1.00 PAR VALUE PER SHARE.

ARTICLE VI  
INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS:

C/O GEORGE D. PSOINOS, P.A.  
1655 PALM BEACH LAKES BLVD., SUITE 106  
WEST PALM BEACH, FLORIDA 33401

THE NAME OF THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS:

GEORGE D. PSOINOS, ESQUIRE

ARTICLE VII  
INCORPORATOR

THE NAME AND MAILING ADDRESS OF THE UNDERSIGNED INCORPORATOR SIGNING THESE ARTICLES OF INCORPORATION IS:

WILLIAM H. DELP, II  
1100 BARNETT DRIVE, #19  
LAKE WORTH, FLORIDA 33461

ARTICLE VIII  
INITIAL DIRECTORS/OFFICERS

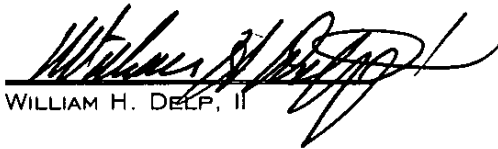
THE NAME AND MAILING ADDRESS OF THE INITIAL DIRECTOR AND OFFICER OF THE CORPORATION IS:

WILLIAM H. DELP, II, DIRECTOR AND PRESIDENT  
1100 BARNETT DRIVE, #19  
LAKE WIRTH, FLORIDA 33461

ARTICLE IX  
AMENDMENT

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISION CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENT HERETO, BY A MAJORITY VOTE OF THE BOARD OF DIRECTORS, ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

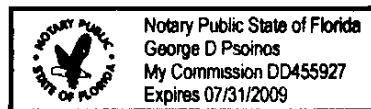
IN WITNESS WHEREOF THE UNDERSIGNED INCORPORATOR HAS EXECUTED THESE ARTICLES OF INCORPORATION THIS 15 DAY OF AUGUST, 2006.

  
WILLIAM H. DELP, II

STATE OF FLORIDA  
COUNTY OF PALM BEACH

15 THE FOREGOING ARTICLES OF INCORPORATION WERE ACKNOWLEDGED BEFORE ME THIS DAY OF AUGUST, 2006, BY WILLIAM H. DELP, II, AS INCORPORATOR, WHO IS PERSONALLY KNOWN TO ME/WHO HAS PRODUCED \_\_\_\_\_ AS IDENTIFICATION AND WHO DID/DID NOT TAKE AN OATH.

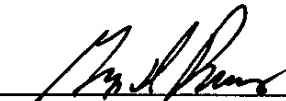
  
\_\_\_\_\_  
NOTARY PUBLIC  
PRINTED NAME:  
MY COMMISSION EXPIRES:



CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR UNDERSEA BREATHING SYSTEMS, INC. AT THE PLACE DESIGNATED IN ITS ARTICLES OF INCORPORATION, I AGREE TO ACT IN THIS CAPACITY AND TO COMPLY WITH THE PROVISIONS OF SECTION 607.0505 OF THE FLORIDA STATUTES.

DATED THIS 15<sup>TH</sup> DAY OF AUGUST, 2006.



\_\_\_\_\_  
GEORGE D. PSINOS, ESQ.

GEORGE D. PSINOS, P.A.

1655 PALM BEACH LAKES BLVD., SUITE 106  
WEST PALM BEACH, FLORIDA 33401

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