

P94000002183

Arlene F. Austin, P.A.

ATTORNEY AT LAW

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April 1, 1998

Via FedEx
Secretary of State
Division of Corporations
Amendments Section
409 East Gaines Street
Tallahassee, FL 32399

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-04/06/98--01063--020
*****87.50 *****87.50

Re: Gulfshore Hull & Prop Service, Inc.
Articles of Amendment Changing Name
Our File No. 9307.0

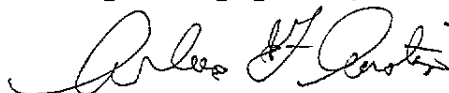
Gentlemen:

Enclosed please find the following items relating to the
above-referenced corporation:

1. Original and one copy of the Articles of Amendment to the Articles of Incorporation changing the corporate name.
2. Check made payable to the Florida Secretary of State in the amount of \$ 87.50 for filing fees and one certified copy of the Articles of Amendment.
3. Annual Report.
4. Check made payable to the Florida Secretary of State in the amount of \$ 150.00 for filing fees

Please file same and provide one certified copy and your customary receipt for same to the undersigned at your earliest convenience. Thank you for your kind cooperation and assistance.

Very truly yours,



Arlene F. Austin

AFA:el
Enclosures
cc: Michael S. Bradley, Pres.

FILED
98 APR -2 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 APR -2 AM 8:27
DIVISION OF CORPORATIONS

P94000002183

Amended & Restated
with name change
LFS 4-7-98

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

GULFSHORE DIVING TECHNOLOGIES, INC.

(formerly known as GULFSHORE HULL & PROP SERVICE, INC.)

FILED
98 APR -2 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1007 of the Florida Statutes, the Articles of Incorporation of GULFSHORE HULL & PROP SERVICE, INC., a Florida corporation, which was originally incorporated under the name GULFSHORE HULL & PROP SERVICE, INC. on January 10, 1994, Document #94000002183 are hereby amended and restated in their entirety. All amendments included herein have been adopted pursuant to Section 607.1007 of the Florida Statutes, and there is no discrepancy between the corporation's Articles of Incorporation as originally filed and the provisions of these Amended and Restated Articles other than the inclusion of amendments adopted and the omission of matters of historical interest. The Amended and Restated Articles of Incorporation of GULFSHORE DIVING TECHNOLOGIES, INC., shall be as follows:

ARTICLE I. NAME AND ADDRESS

The name of the corporation shall be:

GULFSHORE DIVING TECHNOLOGIES, INC.

The principal place of business of the corporation shall be:

511 23rd Street NW
Naples, Florida 34120

The mailing address for the corporation shall be:

P.O. Box 9755
Naples, FL 34101-9755

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, territory or nation.

ARTICLE III. TERM OF CORPORATION

This corporation shall have perpetual existence.

ARTICLE IV. CAPITAL STOCK

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

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. REGISTERED AGENT

The name of the registered agent and the address of the registered office of the corporation shall be:

Michael S. Bradley
511 23rd Street NW
Naples, Florida 34120

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. ELECTION OF SUBCHAPTER S

This corporation may elect subchapter S for taxation purposes upon consent of the shareholders.

ARTICLE VIII. INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at

a meeting and filed with the Secretary of the corporation as part of the corporate records.

IX. INDEMNIFICATION OF OFFICERS & DIRECTORS

The corporation shall indemnify its officers and directors to the fullest extent permitted by the law.


ARTICLE X. AMENDMENT

The 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 shareholders and approved at a shareholders' meeting by at least a majority of the shares entitled to vote, unless all of the directors and all of the shareholders sign a written statement manifesting their intention that a certain Amendment of the Articles of Incorporation be made.

ARTICLE XI. EFFECTIVE DATE

The existence of the Corporation began on December 16, 1994. The effective date of these Amended and Restated Articles of Incorporation shall be April 1, 1998.

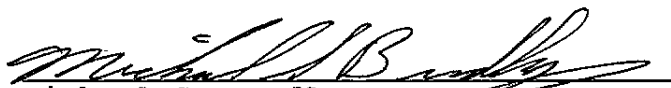
IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation on this 31st day of March, 1998.


Michael S. Bradley
President & Secretary

CERTIFICATE

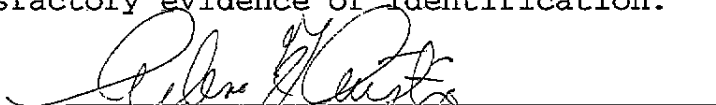
The undersigned being the duly elected and acting President and Secretary of Gulfshore Hull & Prop Service, Inc., (Charter Number P94000002183) which is now renamed as GULFSHORE DIVING TECHNOLOGIES, INC., hereby certifies that the foregoing were duly proposed by the entire membership of the Board of Directors and were unanimously approved by all of the shareholders of record at a special meeting held on the 31st day of March, 1998, where a quorum was present, after due notice, in accordance with the requirements of the Articles of Incorporation and Bylaws for their amendment, said vote being sufficient for their amendment. This instrument both amends and restates the Articles of Incorporation in their entirety.

Executed on this 31st day of March, 1998.


Michael S. Bradley
President & Secretary

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me on this 31st day of March, 1998, by Michael S. Bradley, President and Secretary of GULFSHORE HULL & PROP SERVICE, INC., which is now renamed as GULFSHORE DIVING TECHNOLOGIES, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced satisfactory evidence of identification.


Notary Public

My commission expires:

ARLENE F. AUSTIN

(Print, Type or Stamp Commissioned
Name of Notary Public)
 Personally Known
 Produced Identification
Type of Identification Produced



ARLENE F. AUSTIN
COMMISSION # CC 468483
EXPIRES JUL 9, 1999
BONDED BY
ATLANTIC BONDING CO., INC.