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95 APR 28 11:10:50

SECTION OF CORPORATION

CSC networks

PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 586985 143061A

AUTHORIZATION :

Patricia Piquit

COST LIMIT : \$ 122.50

ORDER DATE : April 28, 1995

100001468041

ORDER TIME : 10:06 AM

ORDER NO. : 586985

CUSTOMER NO: 143061A

CUSTOMER: Richard Rossi, Esq
RICHARD ROSSI, ATTORNEY, P.A.

Penthouse #3
1700 E. Las Olas Blvd
Fort Lauderdale, FL 33301

DOMESTIC FILING

NAME: SUBMARINE SAFARIS OF KEY WEST,
INC.

- ☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- ☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS: _____

NANCY HENDRICKS APR 28 1995

ARTICLES OF INCORPORATION
OF
SUBMARINE SAFARIS OF KEY WEST, INC.

FILED
95 APR 28 PM 3 27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is Submarine Safaris of Key West, Inc.

ARTICLE II

The Corporation is organized for the purpose of transacting any and all business for which corporations may be formed under Chapter 607 of the Florida Statutes, as amended from time to time.

ARTICLE III

The Corporation is authorized to issue 50,000,000 shares of common stock and 10,000,000 shares preferred stock, par value \$.001 per share with preferences, terms, rights, returns, liquidation, voting, series, classes and other related rights as to such preferred stock shall be as determined, from time to time, by Board of Directors.

ARTICLE IV

The address of the initial registered office of the Corporation is 6810 Front Street, Key West, Florida 33040 and the name of the initial registered agent of the Corporation at such address is Walter Crumbley, Jr.

ARTICLE V

The initial mailing address for the Corporation is 6810 Front Street, Key West, Florida 33040.

ARTICLE VI

The Corporation shall have 1 director(s) initially and the number of directors may be increased or decreased from time to time as provided by the By-laws but shall never be less than one (1). The name(s) and address(es) of the initial Director(s) is/are as follows:

Walter Crumbley, Jr.
6810 Front Street
Key West, Florida 33040

ARTICLE VII

To the fullest extent permitted by the Florida Business Corporation Act, the Corporation shall indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that such person (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation, provided that such person is or was at the time a director of the Corporation; or (iv) is or was serving at the request of the Corporation as an officer of another corporation, provided that such person is or was at the time a director of the Corporation or a director of such other corporation, serving at the request of the Corporation. Unless otherwise expressly prohibited by the Florida Business Corporation Act, and except as otherwise provided in the previous sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit, or proceeding by reason of the fact that such person is or was an officer, employee or agent of the Corporation as an officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. No person falling within the purview of this paragraph may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

ARTICLE VIII

The Corporation elects not to be governed by Florida Statute Section 607.0902, as amended from time to time, relating to control share acquisitions.

ARTICLE IX

The Corporation elects not to be governed by Florida Statute Section 607.0901, as amended from time to time, concerning affiliated transactions.

ARTICLE X

The name(s) and address(es) of the incorporator(s) of this Corporation is/are Walter Crumbley, Jr., 6810 Front Street, Key West, Florida 33040.

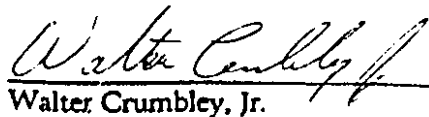
ARTICLE XI

The Board of Directors and Shareholders may amend, repeal or adopt any By-law of and for the Corporation, but the Shareholders may prescribe that any By-law so amended, repealed or adopted by the Shareholders shall not be amended, repealed or adopted by the Board of Directors.

ARTICLE XII

The duration of the Corporation is perpetual.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this ___ day of April, 1995.


Walter Crumbley, Jr.

ACCEPTANCE OF APPOINTMENT

OF

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0505 of the Florida Statutes, as amended.

Walter Crumbley, Jr.
Walter Crumbley, Jr.

FILED
MAR 20 1998
CLERK OF THE COURT
JACKSONVILLE, FLORIDA

/s/ J. L. Jones