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May 15, 1995

Secretary of State
Post Office Box 6327
Tallahassee, FL 32314


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****122.50 ****122.50

Re: Orlando Scuba Adventures, Inc.

Gentlemen:

Enclosed for filing please find an original and one copy of the proposed Articles of Incorporation of Orlando Scuba Adventures, Inc. Also enclosed is our firm's check in the amount of \$122.50 representing the fee for filing said Articles. Please return a certified filed copy of the enclosed to the undersigned at your earliest convenience.

Sincerely yours,


ANTHONY W. PALMA, P.A.

AWP:mod
Enclosures
cc: Brian Goff Wilson
Arion Meyering



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RECEIVED

**ARTICLES OF INCORPORATION
OF
ORLANDO SCUBA ADVENTURES, INC.**

ARTICLE I - NAME

The name of this corporation is ORLANDO SCUBA ADVENTURES, INC.

ARTICLE II - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the initial principal place of business of the corporation is 650 Terrace Cove Way, Orlando, Florida 32828. The initial mailing address of the corporation is 650 Terrace Cove Way, Orlando, Florida 32828.

ARTICLE III - AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 5,000 shares of common stock having a par value of \$.01 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 650 Terrace Cove Way, Orlando, Florida 32828 and the initial registered agent of this corporation at that address is Arion Meyering, Secretary.

ARTICLE V - INCORPORATOR

The name and address of the incorporator is as follows:

Name

Address

Arion Meyering

650 Terrace Cove Way
Orlando, FL 32828

15 IN WITNESS WHEREOF, the undersigned does hereby execute this instrument this
day of May, 1995.

Arion Meyering
Arion Meyering, Secretary

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the corporation is Orlando Scuba Adventures, Inc.
2. The name and address of the registered agent and office is:

Arion Meyering
650 Terrace Cove Way
Orlando, FL 32828

Orlando Scuba Adventures, Inc.

Dated this 15th day of May, 1995.

By: Arion Meyering
Arion Meyering, Secretary

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF ITS DUTIES, AND ACCEPTS THE DUTIES AND OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT INCLUDING THOSE CONTAINED IN SECTION 607.0505, FLORIDA STATUTES.

Dated this 15th day of May, 1995.

Arion Meyering
Arion Meyering, Secretary

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FILED