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(Address) Author (City, State, Zip)	Wach 71 32114	OFFICE USE ONLY	PR D PR 2 PR 2
1. (Corporation NAM (Corporation Corporation Corporati		ER(S) (if known): Druses (Document #)	1C.
3. (Corporation		(Document #)	
	k up timePhotocopy AMENDMENTS	(Document #) Certified Copy Certificate of Status	
Profit	Amendment	500000000000000000000000000000000000000	
NonProfit	Resignation of R.A., Officer/Di	rector	
Limited Liability	Change of Registered Agent		
Domestication	Dissolution/Withdrawal		
Other	Merger		
OTHER FILINGS Annual Report Fictitious Name Name Reservation	REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement		
	Trademark	Examiner	's Initials
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Other

CR2E031(10/92)

OF

FILED

OCEAN CHALLENGE ENTERPRISES INC. 95 JUN -7 PM 2: 08

I, THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLESECRETARY OF STATE TALLAHASSEE, FLORIDA OF INCORPORATION, DO HEREBY FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I NAME

THE NAME OF THE CORPORATION IS OCEAN CHALLENGE ENTERPRISES INC.

THE ARTICLE II NATURE OF BUSINESS

THE GENERAL PURPOSE FOR WHICH THIS CORPORATION IS INITIALLY ORGANIZED SHALL CONSIST OF THE TRANSACTION OF ANY OR ALL LAWFUL BUSINESS FOR WHICH BUSINESSES MAY BE INCORPORATED UNDER AND PURSUANT TO THE FLORIDA GENERAL CORPORATION ACT.

ARTICLE III DURATION OF THE CORPORATION THIS CORPORATION IS TO EXIST PERPETUALLY.

ARTICLE IV CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES WHICH THIS CORPORATION SHALL HAVE AUTHORITY TO ISSUE IS SEVEN THOUSAND FIVE HUNDRED (7,500) SHARES COMMON STOCK, OF A SINGLE CLASS, HAVING PAR VALUE OF \$1.00 PER SHARE, FULLY PAID AND NON-ASSESSABLE. THE AMOUNTS TO BE PAID FOR THE ISSUANCE OF SUCH STOCK, IN MONEY, PROPERTY, OR SERVICES AT A JUST VALUE, SHALL BE FIXED BY THE BOARD OF DIRECTORS. THE CAPITAL STOCK OF THE CORPORATION SHALL BE PURCHASED, SOLD, ISSUED, ASSIGNED OR OTHERWISE TRANSFERRED ONLY IN ACCORDANCE WITH THE BY-LAWS. A LIEN IS RESERVED IN FAVOR OF THIS CORPORATION UPON ITS CAPITAL STOCK FOR ANY INDEBTEDNESS WHICH MAY BE DUE BY ANY HOLDER OF THE SAME TO THIS CORPORATION, AND SAID LEIN SHALL BE SUPERIOR TO ALL OTHER LIENS OR CLAIMS OF EVERY CHARATER.

ARTICLE V ADDRESS OF REGISTERED OFFICE

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION WITHIN THE STATE OF FLORIDA IS 555 WESTMORELAND RD., DAYTONA BEACH, FL 32114-2423, AND THE NAME OF ITS INITIAL REGISTERED AGENT WITH SUCH ADDRESS IS WM. M. FOSTER. THE BOARD OF DIRECTORS MAY FROM TIME TO TIME REMOVE THE REGISTERED OFFICE TO ANY OTHER STREET ADDRESS IN FLORIDA, AND DESIGNATE OTHER PERSONS AS ITS REGISTERED AGENTS, PROVIDED THAT THE REGISTERED AGENT SHALL MEET THE REQUIREMENTS OF LAW.

ARTICLE VI BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE A BOARD OF DIRECTORS
CONSISTING OF NOT LESS THAN TWO (2) PERSONS. THE NUMBER
OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME
TO TIME, BUT SHALL NEVER BE LESS THAN TWO (2). NOTHING
IN THESE ARTICLES, HOWEVER, SHALL BE CONSTRUED TO PROHIBIT
THE BOARD FROM DESIGNATING ONE OF ITS MEMBERS AS AN
EXCUTIVE COMMITTEE, WITH FULL POWERS TO ACT FOR AND IN
BEHALF OF THE DIRECTORS FOR SUCH PERIOD AND UPON SUCH
TERMS AS THE BY-LAWS MAY PROVIDE.

THE NAME AND ADDRESS OF EACH PERSON WHO IS TO SERVE

AS A MEMBER OF THE INITIAL BOARD OF DIRECTORS IS AS FOLLOWS:

WM. M. FOSTER (PRES./DIR.) 555 WESTMORELAND RD., DAYTONA

BEACH, FL 32114-2423

- LARRY MICHAEL NIMETZ (VICE PRES./DIR) 324 N. 4050 EAST, VALPARAISO, IND. 46383
- STEVEN D. JACKSON (SEC./DIR.) 4590 S. ATLANTIC AVE. #244,
 PONCE INLET, FL 32127

ARTICLE VII INCORPORATORS

THE PERSON WHO HAS SIGNED AND DELIVERED OR REQUESTED TO BE DELIVERED THESE ARTICLES OF INCORPORATION TO THE DEPARTMENT OF STATE, STATE OF FLORIDA, IS THE INCORPORATOR OF THIS CORPORATION, WHOSE NAME AND ADDRESS IS WM. M. FOSTER, 555 WESTMORELAND RD., DAYTONA BEACH, FLA. 32114.

IN WITNESS WHEREOF, EACH INCORPORATOR NAMED IN THESE ARTICLES HAS SIGNED THESE ARTICLES OF INCORPORATION.

STATE OF FLORIDA

COUNTY OF VOLUSIA

Mm M. Fostu

PERSONALLY APPEARED WM. M. FOSTER, TO ME KNOWN TO BE THE PERSON DESCRIBED IN AND WHO EXECUTED THE FOREGOING INSTRUMENT AND HE/SHE ACKNOWLEDGED BEFORE ME THAT HE/SHE EXECUTED THE SAME.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND OFFICIAL SEAL IN THE STATE AND COUNTY AFORESAID, THIS 29th DAY OF Steplember, 1994.

Delen Lowenston

NOTARY PUBLIC

OCI. 333

MY COMMISSION EXPIRES:

NOTARY PUBLIC STATE OF FLORIDA MY COMMISSION EXP JULY 19,1995 BONDED THRU GENERAL INS. UND.

ARTICLE VIII ADDRESS OF CORPORATION

OCEAN CHALLENGE ENTERPRISES INC.
94 DUNLAWTON AVE.
PORT ORANGE, FL 32127

EXHIBIT "A"

DESIGNATION OF

FILED

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REGISTERED OFFICE AND REGISTERED AGENT

SECRETARY OF STATE

THE ABOVE NAMED CORPORATION DOES HEREBY DESIGNATE
WM. M. FOSTER, AN INDIVIDUAL, RESIDEN. OF THE STATE OF
FLORIDA, WHOSE STREET ADDRESS IS: 555 WESTMORELAND RD.,
DAYTONA BEACH, FL 32114-2423 AS ITS REGISTERED AGENT
WITHIN THE MEANING OF THE FLORIDA GENERAL CORPORATION
ACT, AND FURTHER DESIGNATES WM. M. FOSTER, 555 WESTMORELAND
RD., DAYTONA BEACH, FL 32114-2423 AS ITS REGISTERED OFFICE.

WM. M. FOSTER

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ACCEPTANCE OF APPOINTMENT

OF REGISTERED AGENT

THE UNDERSIGNED HAS BEEN APPOINTED AS REGISTERED AGENT OF:

AND DOES HEREBY ACCEPT THAT APPOINTMENT, AND AGREES TO ACT AS SUCH.

WM. M. FOSTER