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FILED
95 JUN 15 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 13, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

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-06/15/95--01076--018
****122.50 ****122.50

Re: The Ocean Athlete, Inc.
Effective Date: Upon filing

Dear Madame/Sir:

Enclosed are the original and a duplicate copy of the Articles of Incorporation of The Ocean Athlete, Inc. Also enclosed is a certificate of acceptance as registered agent for service of process within this State. Please file these documents and return a certified copy of the Articles of Incorporation to my office at the above address.

A check is also enclosed in the total amount of \$122.50 to cover the \$35.00 filing fee, the \$52.50 fee for the certified copy of the Certificate of Incorporation, and the \$35.00 fee for designation of registered agent.

Should you have any questions or concerns, please call me collect. Thank you.

Sincerely,


Thomas M. Ramsberger

TMR/mt
Enclosures

cc: The Ocean Athlete, Inc.

SDC

**ARTICLES OF INCORPORATION
OF
THE OCEAN ATHLETE, INC.**

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The undersigned, being of legal age, hereby makes and subscribes these Articles of Incorporation intending to form a corporation under the provisions of the Florida Business Corporation Act, as amended (the "Act").

ARTICLE I - NAME

The name of this corporation is The Ocean Athlete, Inc. (the "Corporation").

ARTICLE II - PURPOSE AND GENERAL POWERS

The general purpose of this Corporation is to engage in any or all lawful activities and/or businesses permitted under the laws of the United States of America and of the State of Florida. While engaging in such activities and/or businesses, it may exercise all of the powers and privileges conferred by the Act, as presently in effect and as it may be amended from time to time in the future.

ARTICLE III - CAPITAL STOCK

This Corporation is authorized to issue Ten Thousand (10,000) shares of common stock, each share having a par value of One Dollar (\$1.00) (the "Common Stock"). The Common Stock shall possess and exercise exclusive voting rights and at all meetings of the shareholders each record holder of such stock shall be entitled to one (1) vote for each share held. No holder of shares of any class of capital stock shall have as a matter of right any preemptive or preferential right to subscribe for, purchase, receive, or

otherwise acquire any part of any new or additional issue of stock of any class, whether now or hereafter authorized, or any bonds, debentures, notes, or other securities of the Corporation, whether or not convertible into shares of stock of the Corporation.

ARTICLE IV - EXISTENCE AND DURATION

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation, and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1612 North Orange Avenue, Orlando, Florida 32804, and the name and address of the initial registered agent is W. Timothy Morse of 1612 North Orange Avenue, Orlando, Florida 32804. The Corporation may change its registered agent or the location of its registered office, or both, from time to time, without amendment of these Articles of Incorporation.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of this Corporation is 1612 North Orange Avenue, Orlando, Florida 32804.

ARTICLE VII - BOARD OF DIRECTORS

This Corporation shall have Two (2) directors, initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The initial directors of this Corporation are:

W. Timothy Morse	1612 North Orange Avenue, Orlando, Florida 32804,
Michelle K. Morse	1612 North Orange Avenue, Orlando, Florida 32804.

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI - INCORPORATOR

The name and address of the person signing these articles is W. Timothy Morse, 1612 North Orange Avenue, Orlando, Florida 32804.

ARTICLE XII - HEADINGS AND CAPTIONS

The heading and/or captions of these various Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any such headings or captions.

IN WITNESS WHEREOF, the undersigned Incorporator does hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby executes these Articles of Incorporation this 13th day of June, 1995.

Incorporator

W. Timothy Morse
W. Timothy Morse

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing Articles of Incorporation were subscribed and sworn before me, a duly authorized Notary Public, this 13 day of June, 1995, by W. Timothy Morse, who is personally known to me ☒ or who has produced _____ as identification.

THOMAS M. RAMSBERGER
Notary Public, State of Florida
My Comm. expires Sept. 24, 1999
Comm. No. CC145728

Thomas M. Ramsberger
Notary Signature

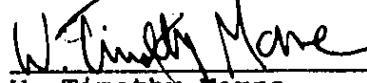
Print Name: THOMAS M. RAMSBERGER

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.0501 and 607.0501, Florida Statutes, the following is submitted:

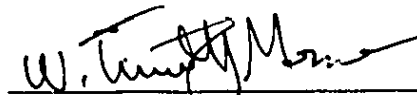
That The Ocean Athlete, Inc., a corporation being organized to exist under the laws of the State of Florida, has named and designated its registered office be located at 1612 North Orange Avenue, Orlando, Florida 32804, and has named W. Timothy Morse as its agent to accept service of process within the State of Florida.



W. Timothy Morse

ACKNOWLEDGEMENT

Having been named as registered agent to accept service of process for The Ocean Athlete, Inc. at the registered office designated in this certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Section 607.0505, Florida Statutes, as the same may apply to the Corporation; and I further agree to comply with the provisions of said Act, Section 48.091, Florida Statutes, and all other statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as registered agent.



W. Timothy Morse
As Registered Agent

Date: JUNE 13, 1995

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