

995000060318

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-312-8062
FAX (904) 222-1222

RE: Remic Divers, Inc

NAME
FIRM
ADDRESS

PHONE ( )

Service: Top Priority Regular
One Day Service Two Day Service

To us via Return via

Matter No.: Express Mail No.

State Fee \$ Our \$

EFFECTIVE DATE

8-1-95

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG -4 PM 12:52

Handwritten initials/signature

REQUEST TAKEN CONFIRMED APPROVED
DATE
TIME CK No.
BY AAC

WALK-IN Will Pick Up 84-1200

Table with columns: Description, C.C. FEE, DISBURSED. Includes items like Capital Express, Art of Inc. File, Corp Record Search, etc.

Summary table with columns: Description, Amount. Includes rows for FEE, DISBURSED, SURCHARGE, TAX, SUBTOTAL, PREPAID, BALANCE DUE.

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum
THANK YOU from Your Capital Connection

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

REMLC DIVERS, INC.

EFFECTIVE DATE

8-1-95

I, Clayton H. Dethlefsen, the undersigned, hereby make, subscribe, acknowledge, and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name and Mailing Address

The name of this corporation shall be:

REMLC Divers, Inc.

The address of the principal office and the mailing address of this corporation is:

4032 48th Avenue South  
St. Petersburg, Florida 33711

ARTICLE II

Existence of Corporation

This corporation shall begin existence on August 1, 1995, and shall have perpetual existence.

### ARTICLE III

#### Purposes

This corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida.

### ARTICLE IV

#### Powers

The corporation shall have all such powers as may be necessary or desirable to carry out the business of the Corporation, including, but not limited to all those powers enumerated by §607.0302, Florida Statutes (1993), as may be amended from time-to-time.

### ARTICLE V

#### Capital Stock

(a) The corporation shall have a single class of common stock, all having the same rights and privileges.

(b) The total number of shares of stock authorized to be issued by the corporation shall be 10,000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, by promissory note, in property, in labor or services actually performed for the Corporation or promised to be performed as evidenced by a written contract, valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such

purpose. All stock when issued shall be paid for and shall be nonassessable.

(c) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

#### ARTICLE VI

##### Registered Office and Registered Agent

The street address of the corporation's initial registered office is:

800 Second Avenue South, Suite 380  
St. Petersburg, Florida 33701

and the name of the corporation's initial registered agent at such address is:

Harvey A. Ford

The corporation may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes (1993), as may be amended from time-to-time.

#### ARTICLE VII

##### Initial Board of Directors

The number of directors constituting the initial Board of Directors shall be five (5), and the name and address of each person who is to serve as a member thereof is as follows:

<u>Name</u>	<u>Address</u>
Clayton H. Dethlefsen	4032 48th Avenue South St. Petersburg, Florida 33711
Leslie S. Dethlefsen	4032 48th Avenue South St. Petersburg, Florida 33711
Mark E. Dethlefsen	4032 48th Avenue South St. Petersburg, Florida 33711
Robyn Dethlefsen	4032 48th Avenue South St. Petersburg, Florida 33711
Erin M. Dethlefsen	4032 48th Avenue South St. Petersburg, Florida 33711

The number of directors constituting any subsequent Board of Directors shall be determined in accordance with the Bylaws of the corporation and without amendment to these Articles of Incorporation.

#### ARTICLE VIII

##### Incorporators

The name and address of each incorporator of this corporation is as follows:

<u>Name</u>	<u>Address</u>
Clayton H. Dethlefsen	4032 48th Avenue South St. Petersburg, Florida 33711

#### ARTICLE IX

##### Indemnification

The corporation shall indemnify any officer or director, or former officer or director, to the full extent permitted by Section 607.0850, Florida Statutes (1993), as amended from time-to-time.

ARTICLE X

CONTROL SHARE ACQUISITIONS

The corporation does hereby elect, pursuant to Subsection 607.0902(s), Florida Statutes (1993), to exempt itself from the provisions pertaining to control share acquisitions as contained in Sections 607.0902, 607.1301, 607.1302, and 607.1320, Florida Statutes (1993).

ARTICLE XI

Amendment of Articles of Incorporation

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.

  
Clayton H. Dethlefsen,  
Incorporator

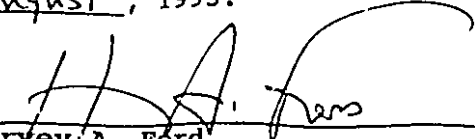
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Acceptance of Registered Agent

Having been named to accept service of process for the above-named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Section 607.0505, Florida Statutes (1993).

DATED this 3 day of August, 1995.

  
\_\_\_\_\_  
Harvey A. Ford,  
Registered Agent

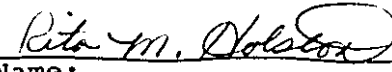
STATE OF FLORIDA     )  
COUNTY OF PINELLAS    )

BEFORE ME, the undersigned authority, on this 3rd day of August, 1995, personally appeared Harvey A. Ford, to me well known to be the person described in and who signed the foregoing Articles of Incorporation and Acceptance of Registered Agent, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.



RITA M. HOLSTON  
MY COMMISSION # CC446394 EXPIRES  
March 26, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

  
\_\_\_\_\_  
Name: \_\_\_\_\_  
Notary Public for State of Florida  
(SEAL)  
 Personally Known    ID Produced  
My Commission Expires: \_\_\_\_\_