

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

000001551960 -08/02/95--01056--013 ****131.25 ****131.25

SUBJECT: Atlantic Pro Divers, Inc. /Mandanin
(Proposed corporate name - must include suffix)

\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate	Filing Fee Filing Fee, & Certified Copy & Certificate Additional Copy Required
FROM:		Pro Divers, Inc./Mandanin e (printed or typed)
	10131-17 5	San Jose Blvd. Address
	Jacksonvil	
	(904) 26	City, State & Zip (2-1606)
	Daytim	Telephone number

NOTE: Please provide the original and one copy of the articles.



August 3, 1995

ANGELO J. FIANE 10131-17 SAN JOSE BLVD JACKSONVILLE, FL 32257

SUBJECT: ATLANTIC PRO DIVERS, INC./MANDARIN

Ref. Number: W95000015623

We have received your document for ATLANTIC PRO DIVERS, INC./MANDARIN and check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley Corporate Specialist

Letter Number: 395A00036520

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Atlantic Pro Divers, Inc. /Mandanin

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

10131-17 San Jose Boulevard Jacksonville, Florida 32257

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

One Hundred (100)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Angelo J. Fione 10131-17 San Jose Blvd.; . Jacksonville, FL 32257

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Stephen A. Pank - Pnesident 6724 Nightingale Road Yacksonville, FL 32216

Angelo J. Fiore - Vice President & Treasurer 104 Trudee Dec Lane Jacksonville Beach, FL 32250

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

Signature

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

FURSUANT 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 OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the corporation is:	Atlantic Pro Divers, Inc./Mandarin			
	_	10131-17 San Jose Blvd. Jacksonville, Fl 32257			
2.	2. The name and address of the registered agent and office is:				
	Angelo J. Fiore (NAME)				
(NAME)					
	101	10131-17 San Jose Blvd.			
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)					
	Jac	knonville, FL 32257			
	(CITY/STATE/ZIP)				

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Anglo 7-19-95
(SIGNATURE) (DATE)

P95000064148

JAMES D. NELSEN
BAYWOOD CENTER I, SUITE 130
9432 BAYMEADOWS ROAD
JACKSONVILLE, FLORIDA 32256-7988

James D. Nelsen Carolyn Ossi Nofal

(904) 448-0305 FAX (904) 448-1181

July 23, 1996

Secretary of State Division of Corporations (New Filings) P.O. Box 6327 Tallahassee, FL 32314

Re:

Atlantic Pro Divers, Inc./Mandarin

(Corporation Document Number P95000064148)

Amendment Of Articles Of Incorporation: Name change to Meridian Divers, Inc.

Dear Sir:

Please find enclosed an Amendment Of Articles Of Incorporation as follows:

- 1. Amendment Of Articles Of Incorporation (original and one copy)
- 2. Check for \$87.50 for filing fees

Will you please file this Amendment for record effective immediately. The amendment changes the name of the corporation to "Meridian Divers, Inc.". Also please return to me a certified copy of the Amendment Of Articles Of Incorporation.

Thank you for your assistance.

Sincerely.

James D. Nelsen

Enclosures

NC JAINASSEE, FLORIDA

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AMENDMENT OF ARTICLES OF INCORPORATION OF ATLANTIC PRO DIVERS, INC./MANDARIN

The undersigned, being all the shareholders and officers of Atlantic Pro Divers, Inc./Mandarin, hereby adopt the following Amendment Of Articles of Incorporation.

Article I. Name Change

Article I of the Articles of Incorporation shall be amended, effective on the date of filing of this Amendment Of Articles of Incorporation with the Florida Department of State, to change the name of this corporation from Atlantic Pro Divers, Inc./Mandaria to:

MERIDIAN DIVERS, INC.

All other Articles of the Articles of Incorporation of this corporation shall remain unchanged as originally adopted.

The undersigned have executed this Amendment Of Articles of Incorporation this July 19.

Angelo J. Fiore Shareholder and President

Sally A. Logan, Shareholder and Vice-President