

PAID HAYS STREET
PORT CHARLOTTE, FL 33907
1-232-511-1111
1-232-511-1111
EXAMINER'S INITIALS
172-0006

PA96000075868



PREMIER LEGAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 080343 11960A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 10, 1996

ORDER TIME : 11:28 AM

ORDER NO. : 080343

CUSTOMER NO: 11960A

000001949790
-09/10/96--01138--006
***122.50 ***122.50

CUSTOMER: Ms. Nancy L. Elliott
WILKINS FROHLICH JONES HEVIA
RUSSELL & SUTTER, P.A.
Sixth Floor
18501 Murdock Circle
Port Charlotte, FL 33948

DOMESTIC FILING

NAME: DEPTHFINDERS DIVE CENTER, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

634
W96-19055

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 10 AM 10:51

RECEIVED
96 SEP 10 PM 1:49
DIVISION OF CORPORATION

9/12/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RESUBMIT
Please give original
submission date as file date.

September 11, 1996

OCS NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: DEPTHFINDERS DIVE CENTER, INC.
Ref. Number: W96000019055

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 10 AM 9:51

We have received your document for DEPTHFINDERS DIVE CENTER, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your 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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 796A00042221

RECEIVED
96 SEP 12 AM 9:31
DIVISION OF CORPORATIONS

FILED
DEPARTMENT OF STATE
CORPORATIONS
96 SEP 10 1110: 51

ARTICLES OF INCORPORATION
OF
DEPTHFINDERS DIVE CENTER, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, does hereby sign and direct these articles to be delivered to the Department of State, State of Florida for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE 1. - NAME

The name of this corporation is DEPTHFINDERS DIVE CENTER, INC.

ARTICLE 2. - DURATION OF CORPORATE EXISTENCE

This corporation shall exist perpetually.

ARTICLE 3. - PURPOSES

The general purposes for which this corporation is organized include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes, as the same now exists or as it may hereafter be changed.

ARTICLE 4. - CAPITAL STOCK

The aggregate number of shares of stock this corporation is authorized to have outstanding at any time is 100 shares of common stock having a par value of \$1.00 per share. There shall be no other type or class of stock.

ARTICLE 5. - ADDRESS AND REGISTERED AGENT

The street address of the initial registered office of this corporation shall be 5301 Norlander Drive, Port Charlotte, FL 33981. The name of the initial registered agent at such address is TERRY W. MYERS. The principal address is the same as the above-stated address.

ARTICLE 6. - DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders, but shall never be less than one nor more than three.

WILKINS, FROMLICH,
JONES, HEVIA,
RUSSELL & SUTTER
PROFESSIONAL CORPORATION
ATTORNEYS AT LAW
FORT CHARLOTTE, FLORIDA

ARTICLE 7. - INITIAL DIRECTOR

The name and post office address of the initial director is:

<u>NAME</u>	<u>ADDRESS</u>
TERRY W. MYERS	5301 Norlander Drive Port Charlotte, FL 33981

ARTICLE 8. - INCORPORATOR

The name and post office address of the incorporator of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
TERRY W. MYERS	5301 Norlander Drive Port Charlotte, FL 33981

ARTICLE 9. - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned has hereunto subscribed his name and affixed his seal this 6th day of September, 1996.

Witnesses:

Michael A. Vack

Terry W. Myers
Terry W. Myers

Nancy J. Elliott

STATE OF FLORIDA:
COUNTY OF CHARLOTTE:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared TERRY W. MYERS to me known to be the person described as incorporator or who has produced A Florida Drivers License as identification, and who executed the foregoing Articles of Incorporation, and he acknowledged that he executed the same for the purposes therein stated and did not take an oath.

WITNESS my hand and official seal in the State and County aforesaid this 6th day of September, 1996.

NOTARY PUBLIC:

Nancy L. Elliott
Sign

Nancy L. Elliott
Print Name

CC 299674
Commission No.

(Seal)

My commission expires:



WILKINS, FROHLICH,
JONES, HEVIA,
RUSSELL & SUTTER
PROFESSIONAL ASSOCIATION
ATTORNEYS AT LAW
FORT CHARLOTTE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 10 AM 10:51

**CERTIFICATE DESIGNATING A REGISTERED AGENT AND REGISTERED OFFICE
FOR THE SERVICE OF PROCESS.**

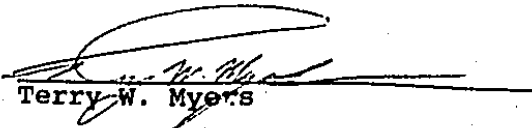
In compliance with Section 48.091, Florida Statutes, the following is submitted:

DEPTHFINDERS DIVE CENTER, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at Port Charlotte, County of Charlotte, State of Florida, has designated TERRY W. MYERS, whose street address is 5301 Norlander Drive, Port Charlotte, County of Charlotte, State of Florida, as its agent to accept service of process within this state.

DEPTHFINDERS DIVE CENTER, INC.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.


Terry W. Myers