

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

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P96000096436



PRESIDENTIAL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 07210 002

REFERENCE : 168181 4327828

AUTHORIZATION :

Patricia Pizutto

COST LIMIT : \$ 122.00

ORDER DATE : November 26, 1996

ORDER TIME : 10:44 AM EFFECTIVE DATE

ORDER NO. : 168181-010 11-25-96

CUSTOMER NO: 4327828

000002014920--9

CUSTOMER: Ms. Paulette Clark
ALLEY MAASS ROGERS & LINDSAY,
P.A.
321 Royal Poinciana Pl., South
Palm Beach, FL 33480-0431

DOMESTIC FILING

NAME: SEA QUEST INTERNATIONAL, INC.

EFFECTIVE DATE: 11/25/96

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Clint Fuhrman

EXAMINER'S INITIALS:

FILED
56 NOV 26 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
56 NOV 26 PM 1:16
DIVISION OF CORPORATION

Kr
11-27-96

ARTICLES OF INCORPORATION
OF
SEA QUEST INTERNATIONAL, INC.

EFFECTIVE DATE
11-25-96

FILED
96 NOV 26 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is Sea Quest International, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual duration commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any unissued stock of this corporation for cash, assets or other consideration, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE; MAILING ADDRESS

The principal office of this corporation is 1600 S. E. 17th Street, Suite 404, Fort Lauderdale, FL 33316. The mailing address of the corporation is 17455 S.W. 157th Avenue, Miami, FL 33187.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 321 Royal Poinciana Plaza, Palm Beach, Florida 33480, and the name of the initial registered agent of this corporation at that address is Warren D. Hayes, Sr.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be fewer than one. The name and address of the initial director of this corporation is:

Warren W. Lovell, III
17455 S.W. 157th Avenue
Miami, FL 33187

ARTICLE IX - INCORPORATOR

The name and address of the sole incorporator and person signing these Articles is:

Warren D. Hayes, Sr.
321 Royal Poinciana Plaza
Palm Beach, FL 33480.

ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

ARTICLE XII - AMENDMENT

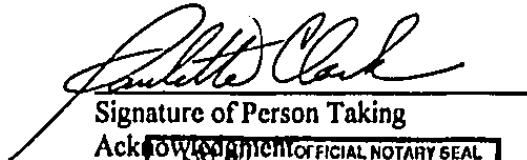
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 25th day of November, 1996.


Warren D. Hayes, Sr.

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

The foregoing was acknowledged before me this 25th day of November, 1996, by Warren D. Hayes, Sr., who is personally known to me.


Signature of Person Taking
Acknowledgment
OFFICIAL NOTARY SEAL
PAULETTE CLARK
COMMISSION NUMBER
CC596440
MY COMMISSION EXPIRES
OCT. 27, 2000
Name typed, printed or stamped
Title or Rank:
Serial Number:

Acceptance of Designation

The undersigned, Warren D. Hayes, Sr., hereby accepts the designation of himself as registered agent for Sea Quest International, Inc. and agrees to serve in compliance with all applicable Florida Statutes. I am familiar with and accept the obligations of my position as registered agent.


Warren D. Hayes, Sr.

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TALLAHASSEE, FLORIDA