

Collins, Brown, Caldwell,
Barkett, Rossway, Garavaglia & Moore

CHARTERED
ATTORNEYS AT LAW
756 BEACHLAND BOULEVARD
VERO BEACH, FLORIDA 32963

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JAN 27 PM 1:36

BRUCE D. BARKETT
CALVIN B. BROWN
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GEORGE G. COLLINS, JR.*
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BRADLEY W. ROSSWAY
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FAX: 561-234-5213

PLEASE REPLY TO:
POST OFFICE BOX 3686
VERO BEACH, FLORIDA 32964

*BOARD CERTIFIED REAL ESTATE LAWYER
**ALSO ADMITTED IN THE DISTRICT OF COLUMBIA

P97000007619

January 8, 1997

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

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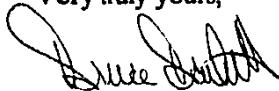
Re: D & D Corporation

Dear Sir:

Enclosed please find original and copy of Articles of Incorporation of D & D Corporation. Also enclosed is this firm's check in the amount of \$122.50 to cover filing fees, certified copy and registered agent designation.

Upon receipt and assignment of a charter number, would you please return the certified Articles to me.

Very truly yours,



Bruce Barkett

BB:bh
Enclosures

5/1/27
W97-1116



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 16, 1997

BRUCE BARKETT, ESQ.
COLLINS, BROWN, CALDWELL, BARKETT, ET AL
P.O. BOX 3686
VERO BEACH, FL 32964

SUBJECT: D & D CORPORATION
Ref. Number: W97000001116

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 897A00002266

**ARTICLES OF INCORPORATION
OF
DIVER'S DELIGHT, INC.**

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ARTICLE I - NAME

The name of this corporation is DIVER'S DELIGHT, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of operating a business to provide scuba instruction, water sports instruction, and any or all other lawful business.

ARTICLE IV - STOCK

The number of shares the Corporation is authorized to issue is one thousand shares (1,000) of common stock having a par value of One Dollar (\$1.00) per share which shall be issued as fully paid and nonassessable. The stock of this corporation shall be assigned, issued, and transferred only in accordance with such Bylaws as the corporation from time to time shall adopt.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial Registered Agent and the initial registered office of this corporation are Bruce Barkett, 756 Beachland Boulevard, Vero Beach, Florida 32963.

ARTICLE VI - PRINCIPAL OFFICE

The principal office and mailing address of the corporation is 13155 88th Street, Fellsmere, Florida 32948.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The number of Directors of this corporation shall be not less than one (1) nor more than five

(5). The name and address of the initial director of this corporation are:

NAME

Dianne Delashaw

ADDRESS

13155 88th Street
Fellsmere, Florida 32948

ARTICLE VIII - INCORPORATION

The name and address of the person signing these Articles are Bruce Barkett, 756 Beachland Boulevard, Vero Beach, Florida 32963.

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

The corporation reserves the right to amend, alter, change, or repeal any provisions contained in this Certificate of Articles of Incorporation in the manner now or hereafter prescribed by applicable provision of law, and all rights and powers conferred upon stockholders, directors, and officers are subject to this reserved power.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 24 day of January, 1997.

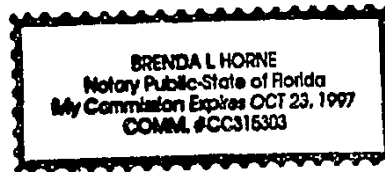
Dianne Delashaw
Sandy A. Brazio

Bruce Barkett
Bruce Barkett

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me this 24 day of January, 1997, by
BRUCE BARKETT, who is personally known to me.

Brenda L. Horne
Notary Public, State of Florida at Large.
My Commission expires:



REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

Having been named as registered agent for this corporation at the registered office designated
in the foregoing Articles of Incorporation, and being familiar with the obligations imposed upon a
registered agent by F.S. 607.0505, the undersigned hereby accepts and consents to the appointment.

Bruce Barkett
Bruce Barkett, Registered Agent

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