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1/25/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.
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NAME: UNDERWATER CREATIONS, INC.

AUDIT NUMBER.....H97000001589

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 1

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H97-01589

ARTICLES OF INCORPORATION

of UNDERWATER CREATIONS, INC.a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

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97 JAN 28 AM 11:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDAArticle 1: Name of the Corporation: UNDERWATER CREATIONS, INC.Address of the Corporation: 8 ROYAL PALM WAY SUITE 106BOCA RATON, FLORIDA 33432

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 500.PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:

8 ROYAL PALM WAY SUITE 106, BOCA RATON, FLORIDA 33432and the name of the initial registered agent at such address is MICHELLE S. PAPE

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation


Signature of Registered Agent
MICHELLE S. PAPE1/24/97

Date

Article 6: The board of directors are as follows:

The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. MICHELLE S. PAPE8 ROYAL PALM WAY SUITE 106BOCA RATON, FLORIDA 33432

Article 7: The Name and address of the Incorporator is:

MICHELLE S. PAPE8 ROYAL PALM WAY SUITE 106BOCA RATON, FLORIDA 33432

In witness whereof I have subscribed my name


Signature of Incorporator

MICHELLE S. PAPE

H97-01589

Prepared by:
ace INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33138
305-358-2571