



ACCOUNT NO.: 072100000032

REFERENCE: 235406 10928A

**AUTHORIZATION:** 

COST LIMIT : \$ PREPAID

ORDER DATE: January 24, 1997

ORDER TIME : 10:55 AM

ORDER NO. : 235406-005

CUSTOMER NO: 10928A

CUSTOMER:

Edward P. Phillips, Esq EDWARD P. PHILLIPS, ESQUIRE

Suite 206

1881 University Drive Coral Springs, FL 33065

DOMESTIC FILING

TNT DIVE CHARTERS, INC. NAME:

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

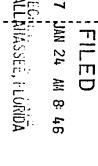
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

2.3.97



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#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 27, 1997

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301-2607

SUBJECT: TNT DIVE CHARTERS, INC. Ref. Number: W97000001888

# **RESUBMIT**

Please give original submission date as file date.

We have received your document for TNT DIVE CHARTERS, 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):

The person listed as the subscriber/incorporator listed in Article VII and the person signing as such is not the same person.

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) 487-6932.

Kimberly Rolfe Document Specialist

Letter Number: 297A00003939



#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 30, 1997

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301-2607

SUBJECT: TNT DIVE CHARTERS, INC.

Ref. Number: W97000001888

We have received your document for TNT DIVE CHARTERS, 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):

Please accept our apology for failing to mention this in our previous letter.

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) 487-6932.

Kimberly Rolfe Document Specialist

Letter Number: 897A00004804



## **ARTICLES OF INCORPORATION**

<u>OF</u>

## TNT DIVE CHARTERS, INC.

97 JAN 24 AM 8: 46
TALLANASSEE, FLORIDA

The undersigned subscriber, a natural person competent to contract, for the purpose of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for such corporation:

## ARTICLE 1 - NAME

The name of the proposed corporation is: TNT DIVE CHARTERS, INC.

## **ARTICLE II - NATURE OF BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE III - CAPITAL STOCK

The total number of shares of stock which the Corporation shall have the authority to issue is one thousand (1,000) shares and the par value of each of such shares is one (\$1.00) dollar.

All of said stock shall be payable in cash, property, labor, or services at a just valuation to be fixed by the officers at a meeting called for that purpose; property, labor, or services may be purchased, or paid for with the capital stock at a just valuation to be fixed by the officers of the Corporation at a meeting called for that purpose.

## **ARTICLE IV- TERM OF EXISTENCE**

This Corporation shall have perpetual existence unless sooner dissolved according to law and shall commence business on the date that these Articles are filed and approved by the Department of State of the State of Florida.

#### **ARTICLE V-LOCATION**

The principal place of business of the Corporation shall be at:

TNT Dive Charters, Inc. 115 S.W. 25th Ave. Boynton Beach, FL 33435

#### **ARTICLE VI - DIRECTORS**

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by By-Laws adopted by the Stockholders, but shall never be less than one.

The name and post office address of the member of the first Board of Directors is:

Teresa D. Townsend c/o TNT Dive Charters, Inc. 115 S.W. 25th Ave. Boynton Beach, FL 33435

#### ARTICLE VII - SUBSCRIBER

The name and post office address of the subscriber hereto is:

Edward P. Phillips 1881 University Drive, Suite 206 Coral Springs, Florida 33071

### **ARTICLE VIII - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law.

Every amendment shall be approved by the Stockholders at a Stockholders' Meeting by vote of the Stockholders voting the majority of the stock capable of being voted, unless all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation is made.

## **ARTICLE IX - INITIAL REGISTERED AGENT**

The corporation has designated the following as the registered Agent for the corporation, pursuant to Florida Statutes, to wit:

Edward P. Phillips, P.A. 1881 University Dr., Suite 206 Coral Springs, FL 33071

## **ARTICLE X - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, 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.

IN WITNESS WHEREOF, I the undersigned subscribing incorporator, and designated registered agent, have hereunto set my hand and seal for the purpose of forming this corporation under the laws of the State of Florida, and I hereby make,

subscribe, acknowledge, and file in the office of the Secretary of State these Articles of Incorporation and certify that the facts herein stated are true, all this 22 day of I hereby accept and am familiar with the duties of being registered agent. Incorporator and Registered Agent signing for the firm as agent STATE OF FLORIDA COUNTY OF BROWARD I HEREBY CERTIFY that on this date before me, the undersigned authority, personally appeared EDWARD P. PHILLIPS who, after being duly sworn by me on oath, acknowledged that he executed the foregoing Articles of Incorporation for the purposes expressed therein, and he acknowledged that he is a natural person competent to contract. SWORN TO AND SUBSCRIBED before me, this 22 day of JAN. \_\_\_ 1997. SUE H. CREEL