

**FAX (904) 222-1222**

**ADDRESS**

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

**Will Pick Up** \_\_\_\_\_

**THANK YOU**  
from  
**Your Capital Connection**

## ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

### ARTICLE I NAME

The name of the corporation shall be:

SEA SKILLS, INC.

### ARTICLE II PRINCIPLE OFFICE

The principal office and mailing address of this corporation are:

2133 San Sebastian Drive  
Big Pine Key, Florida 33043

### ARTICLE III PURPOSE

This corporation is being formed to engage in the business of:

All phases and aspects associated with the operation of a retail dive shop, including but not limited to; dive equipment sales/rentals, servicing dive equipment, and operating dive boats.

### ARTICLE IV TERM OF EXISTENCE

This corporation shall have:

perpetual existence starting on the date these Articles of Incorporation are filed with the Florida Department of State.

### ARTICLE V CAPITAL STOCK

The capital stock of this corporation shall be:

500 shares of common stock having  
a par value of \$1.00 per share.

### ARTICLE VI REGISTERED OFFICE AND AGENT

The address of the initial registered office of this corporation is:

FILED  
97 MAY 14 AM 11:05  
CLERK OF THE COURT  
JACKSONVILLE, FLORIDA

2133 San Sebastian Drive  
Big Pine Key, Fl 33043

The name of the initial registered agent(s) at the above address is/are:

Michael J. Gilchrist and/or Mary E. Hensel

**ARTICLE VII BOARD OF DIRECTORS**

The business of the corporation shall be managed by its Board of Directors. The initial Board of Directors shall consist of two (2) members. The names and address of the members of the first Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Michael J. Gilchrist (incorporator)	2133 San Sebastian Drive Big Pine Key, Fl 33043
Mary E. Hensel (incorporators)	2133 San Sebastian Drive Big Pine Key, Fl 33043

**ARTICLE VIII SHARES OWNED**

<u>NAME</u>	<u>SHARES</u>	<u>VALUE</u>	<u>PERCENT</u>
Michael J. Gilchrist 2133 San Sebastian Drive Big Pine Key, Fl 33043	250	\$250.00	50%
Mary E. Hensel 2133 San Sebastian Drive Big Pine Key, Fl 33043	250	\$250.00	50%

**ARTICLE IX AMENDMENT**

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation in the manner provided by law. Any right conferred on the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber(s) executed these Articles of Incorporation on this \_\_\_\_ day of May, 1997

Michael J. Gilchrist  
MICHAEL J. GILCHRIST

Mary E. Hensel  
MARY E. HENSEL

STATE OF FLORIDA  
COUNTY OF MONROE

The foregoing Articles of Incorporation were acknowledged before me on this 4th  
day of May, 1997, by MICHAEL J. GILCHRIST and MARY E. HENSEL

Wanda J. Mauk  
NOTARY PUBLIC  
My Commission Expires: 5/7/99  
(Seal)

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT / REGISTERED OFFICE**

OFFICIAL NOTARY SEAL  
WANDA J. MAUK  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. 004577  
COMMISSION EXPIRES 5/7/99

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

SEA SKILLS, INC.

2. The Name and street address of the registered agent(s) and office is/are:

Michael J. Gilchrist and/or Mary E. Hensel  
2133 San Sebastian Drive  
Big Pine Key, FL 33043

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT(S).

Michael J. Gilchrist  
MICHAEL J. GILCHRIST

Mary E. Hensel  
MARY E. HENSEL

7 MAY 14 AM 11:05