

P97000054209

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 19 PM 12:39

June 9, 1997

Krista L. Hall
5775 Citrus Avenue
Ft. Pierce, Florida 34982

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

000002209910--5
-06/12/97--01016--005
****122.50 ****122.50

Re: Articles of Incorporation for Dive Odysseya

Dear Division of Corporations:

Enclosed please find the original and one copy of the Articles of Incorporation for Dive Odysseya along with a check in the amount of \$122.50 for the filing fee and designation of registered agent.

Please return a certified copy of the Articles to me with the filing date stamped on it in the enclosed self addressed stamped envelope.

Thank you.

Sincerely,



Krista L. Hall

KLH/me
Enclosures

789,505,634,615,706,671
W97-13887

D. BROWN JUN 19 1997

June 16, 1997

Krista L. Hall
5775 Citrus Avenue
Ft. Pierce, Florida 34982
(561)464-2766

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Subject: Articles of Incorporation for Dive Odyssey, Inc.
Ref. Number: W97000013887

Dear Division of Corporations:

Pursuant to your letter dated June 13, 1997 (a copy of which is enclosed) enclosed please find the original and one copy of the Articles of Incorporation for Dive Odyssey, Inc. with the required changes. A cashier's check in the amount of \$122.50 for the filing fee and designation of registered agent was already sent on June 9, 1997.

Please return a certified copy of the Articles to me with the filing date stamped on it in the enclosed self addressed stamped envelope.

Thank you.

Sincerely,



Krista L. Hall

KLH/me
Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 13, 1997

KRISTA L. HALL
5775 CITRUS AVENUE
FT. PIERCE, FL 34982

SUBJECT: DIVE ODYSSEA
Ref. Number: W97000013887

We have received your document for DIVE ODYSSEA 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 corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 497A00031844

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ARTICLES OF INCORPORATION
of
DIVE ODYSSEA, INC.

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation is DIVE ODYSSEA, INC.

The principal place of business and mailing address of the corporation is

621 NORTH 2ND STREET, FT. PIERCE, FLORIDA 34948

ARTICLE II
SHARES

The total number of shares which the corporation shall have authority to issue is 1,000 shares of no par value stock.

ARTICLE III
REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is KRISTA L. HALL and the registered address is 5775 CITRUS AVENUE, FT. PIERCE, FLORIDA 34982.

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

ARTICLE IV
PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

ARTICLE V DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

Krista L. Hall
5775 Citrus Avenue
Ft. Pierce, Florida 34982

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VI LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

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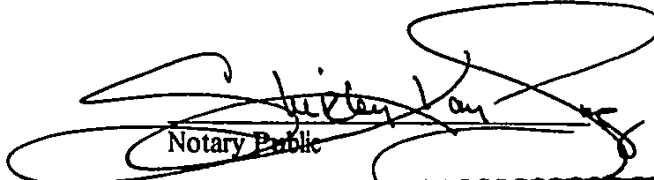


Krista Hall, Incorporator
5775 Citrus Avenue
Fort Pierce, FL 34982

FDC H400-512-64-671-0

State of Florida, County of St Lucie, ss:

Subscribed and sworn to (or affirmed) before me this 9th day of JUNE, 19 97.


Notary Public



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 am familiar with and accept the obligations of my position as registered agent.

Dated 6/16/97


Registered Agent