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TRANSMITTAL LETTER

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

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-06/08/98--01040--009
*****70.00 *****70.00

SUBJECT: ENGLEWOOD DIVERS, INC.
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check
for \$ 70.00

FROM:

Robert K. Kennett, Esq.
Name (printed or typed)
2001 S. McCall Road, Suite D,
Address
Englewood, Florida 34223
City, State, & Zip
(. 941) 475-4418
Telephone Number

Note: Please provide the original and one copy of the Articles.

FILED
98 JUN -8 PM 4:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P Hall

JUN - 9 1998

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ARTICLES OF INCORPORATION

OF

ENGLEWOOD DIVERS, INC.

FILED

98 JUN -8 PM 4:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be:

ENGLEWOOD DIVERS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

570 Purdy Street
Englewood, FL 34223

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Robert T. M. Schulze
570 Purdy Street
Englewood, FL 34223

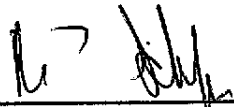
ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Robert T. M. Schulze
570 Purdy Street
Englewood, FL 34223

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

May 29 day of May, 19 98.


Signature

Signature

Signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

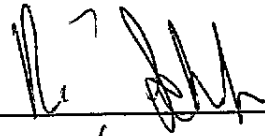
1. The name of the corporation is: ENGLEWOOD DIVERS, INC.

2. The name and address of the registered agent and office is:

<u>Mr. Robert T. M. Schulze</u>	FILED 98 JUN -8 PM 4:18 SECRETARY OF STATE TALLAHASSEE, FLORIDA
<u>(NAME)</u>	
<u>570 Purdy Street</u>	
<u>(P.O. BOX NOT ACCEPTABLE)</u>	
<u>Englewood, FL 34223</u>	
<u>(CITY/STATE/ZIP)</u>	

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.

SIGNATURE



DATE

5/29/98