

P98000079424
JAY W. MORELAND, P.A.
Attorney at Law

Pasco Center, Suite #5
8520 Government Drive
New Port Richey, FL 34654

Telephone: 727/847-2083

Fax: 727/842-2187

April 4, 2000

Corporate Records Bureau
Division of Corporations
Department of State
PO Box 6327
Tallahassee, FL 32314

900003201309--7
-04/10/00--01096--002
*****17.50 *****8.75

RE: Articles of Dissolution
Coastal Dive Gear, Inc. and
Coastal Underwater Salvage Company
Our file 97-233

900003201309--7
-04/10/00--01096--001
*****71.00 *****35.00

Ladies and Gentlemen:

Enclosed, please find the Articles of Dissolution regarding the above referenced corporations. We have also enclosed a check in the amount of \$70.00 which represents the following:

Filing Fee (Coastal Dive Gear, Inc.)	\$35.00
Filing Fee (Coastal Underwater Salvage Company)	<u>\$35.00</u>
TOTAL	<u>\$70.00</u>

FILED
00 APR 10 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please file the Articles of Dissolution and the Corporate Resolutions. Please certify them and return the certified copies of our office at the above referenced address. We have enclosed an additional check in the amount of \$17.50 which is the cost for certifying the documents.

Thank you for your assistance and if you have any questions, please do not hesitate to contact us.

Sincerely yours,

Jay W. Moreland
JAY W. MORELAND, ESQUIRE

/lg
Enclosures

WOLDS
4/17

Articles of Dissolution Filed by Corporation After Commencement of Business

FLORIDA

ARTICLES OF DISSOLUTION

OF

COASTAL DIVE GEAR, INC.

Pursuant to Section 607.1403 of the Florida Statutes, the undersigned Corporation adopts these Articles of Dissolution.

FIRST: The name of the Corporation is COASTAL DIVE GEAR, INC.

SECOND: The dissolution was authorized on March 24, 2000.

THIRD: The dissolution was approved by the shareholders. The number of votes cast in favor of the dissolution was one, which was sufficient for approval pursuant to law.

FOURTH: These articles of dissolution will take effect on April 1, 2000 at 12:00 A.M.

Dated: 3-27-00

COASTAL DIVE GEAR, INC.

By [Signature], President

WAYNE KONGA, PRESIDENT

By [Signature], Secretary

WAYNE KONGA, SECRETARY

FILED
00 APR 10 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA-Written Consent of Shareholders to Dissolution
SHAREHOLDERS' WRITTEN CONSENT TO DISSOLUTION
OF
COASTAL DIVE GEAR, INC.

1. The undersigned are all of the shareholders of COASTAL DIVE GEAR, INC., a corporation organized under the laws of the State of Florida. We have determined that it would be in the best interests of the Corporation and its shareholders for the Corporation to be dissolved. Therefore, pursuant to Section 607.1402(6) of the Florida Statutes, we hereby consent to the dissolution of the Corporation.

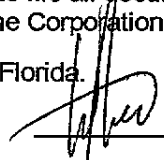
2. The shareholders further agree that the officers and Directors of the Corporation are authorized and directed to take all actions necessary to wind up the affairs of the Corporation, including the lease, sale, conveyance, or assignment of any or all of the Corporation's assets and to execute any documents or instruments necessary and incident thereto.

3. The shareholders further agree that the officers and Directors of the Corporation are authorized and directed to apply the assets of the Corporation, in cash or in kind, to the payment of its known debts and obligations. After disposing of the assets and making suitable provision for the payment of all of its known debts, the officers and Directors are authorized and directed to distribute the remainder of the Corporation's assets to the shareholders, in cash or in kind, according to their respective rights and interests.

4. The shareholders further agree that the officers and Directors of the Corporation are authorized and directed to execute all documents, instruments, reports, tax returns, certificates and affidavits required by any federal, state, or local government in connection with or by reason of the liquidation and dissolution of the Corporation.

5. The shareholders further agree that, on completion of all liquidation procedures, the officers and Directors of the Corporation are authorized and directed to file all documents required by law to complete the winding up of the affairs and the dissolution of the Corporation.

EXECUTED on March 24, 2000, at New Port Richey, Florida.



Wayne Konga