

Barbara Sanchez-Salazar, Esq.

4948 Glade Hill Street • Jacksonville, Florida 32207 • (904) 398-6171

P99000103595

November 16, 1999

Florida Dept of State
Division of Corporations
409 East Gaines Street
PO Box 6327
Tallahassee, FL 32314

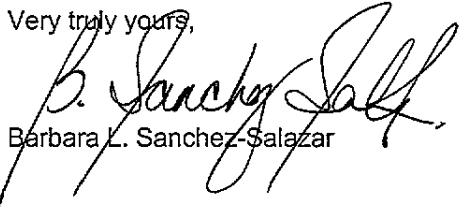
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-11/23/99-01041-013
*****78.75 *****78.75

Dear Sir:

Enclosed please find executed Articles of Incorporation for Meridian Divers Offshore Scuba Charters, Inc. and a certificate designating the agent for service of legal process. Also enclosed is a check in the amount of \$78.75 to cover the filing fees, registration of designated agent and to have a certified copy of the Articles returned to my client. Please have your office forward the certified copy of the articles to the undersigned at the above noted address.

If you have any questions, please feel free to call me at (904) 346-0949.

Very truly yours,


Barbara L. Sanchez-Salazar

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch NOV 30 1999

ARTICLES OF INCORPORATION
OF
MERIDIAN DIVERS OFFSHORE SCUBA CHARTERS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is Meridian Divers Offshore Scuba Charters, Inc.

ARTICLE II - ADDRESS

The address of the principal office and the mailing address of this Corporation is
10131-17 San Jose Blvd. Jacksonville, FL 32257.

ARTICLE III - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of common stock, all of which shall
be of the par value of \$1.00 per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 4948 Glade Hill
Street, Jacksonville, FL 32207 and the name of its initial registered agent at such address is
Barbara L. Sanchez-Salazar.

ARTICLE V - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation
shall be two and the name and address of each person who is to serve as a member thereof is:

Kenneth R. Hill, Jr.
2454 Jose Circle South
Jacksonville, FL 32217-3549

Angelo Fiore
1902 Azalea Drive
Jacksonville, FL 32250

ARTICLE VI – INCORPORATORS

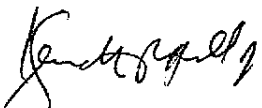

The names and addresses of the incorporators are

Kenneth R. Hill, Jr.
2454 Jose Circle South
Jacksonville, FL 32217-3549

Angelo Fiore
1902 Azalea Drive
Jacksonville, FL 32250

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 11 day of November 1999.

Incorporators

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That Meridian Divers Offshore Scuba Charters, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named Barbara L. Sanchez-Salazar located at 4948 Glade Hill Street, City of Jacksonville, State of Florida, as its agent to accept service of process within Florida.

Incorporator

Anthony J. Fino

Date

R. Trovati
11-11-99

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, Barbara L. Sanchez-Salazar hereby agrees to act in this capacity, and Barbara L. Sanchez-Salazar further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.

B. Sanchez-Salazar
Barbara L. Sanchez-Salazar

Date

11-15-99

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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