

C2C Divers, Inc.
Professional Diving Instructors
850 South East 3rd, Place
Hialeah, Florida 33010
(786) 402-5699

P02000022431

February 21st, 2002

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

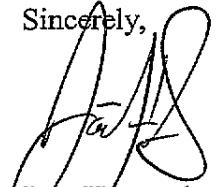
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2002 FEB 25 AM 9:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

To whom it may concern:

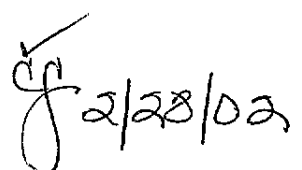
Enclosed please find two copies of the Articles of Incorporation for C2C Divers, Inc.

Please process as soon as possible and return a certified copy to the listed address. Feel free to call upon us if there are any unanswered questions.

Sincerely,


Jose Hernandez
President

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2/28/02

ARTICLES OF INCORPORATION
OF
C2C DIVERS, INC.

I the undersigned, as Secretary of the corporation submit these Articles of Incorporation, pursuant to the provisions of the Laws of the State of Florida for the purpose set forth below, hereby subscribe to these Article of Incorporation.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of the corporation shall be C2C DIVERS, INC.

ARTICLE II

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a par value of \$10.00 per share.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall be Ten Thousand (\$10,000) Dollars.

ARTICLE V

The existence of this corporation shall be perpetual.

ARTICLE VI

The principal office of this corporation is located at 850 SE 3rd Place, Hialeah Florida 33010, County of Miami-Dade, State of Florida.

ARTICLE VII

The Board of Directors of this corporation is corporation shall consist of not less than one and not more than five member.

ARTICLE VIII

The name and addresses of the Current Board of Directors, who shall, subject to these Articles of Incorporation, By-Laws, and the laws of the State of Florida, hold office for the remaining time of the first year of the corporation's existence, or until their successors shall have been elected and qualified, are as followed:

Jose Hernandez President - Secretary
850 SE 3rd Place
Hialeah, Florida 33010

ARTICLE IX

The registered Agent and the registered office for this corporation is:

Mr. Jose Hernandez 850 SE 3rd Place, Hialeah, Florida 33010

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ARTICLE X

The name and address of each subscriber to these Articles of incorporation, and the number of shares each agrees to take are as follows.

NAMES	ADDRESS	# OF SHARES
Jose Hernandez	850 SE 3 rd Place, Hialeah, Florida 33010	700

The officers of the corporation are, in as far and until successors are elected:

Jose Hernandez -- President - Secretary

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of the Corporation at the initial registered offices designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity, and agree to comply with all the requirement of the laws pertaining thereto.

Mr. Jose Hernandez

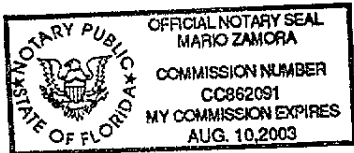
Mr. Jose Hernandez

II WITNESS WHEREOF, I have hereunto made, subscribe and acknowledge these Articles of Incorporation.

STATE OF FLORIDA }
 } SS:
COUNTY OF DADE }

I hereby certify that on this day personally appeared Mr. Jose Hernandez, to me well known to be the same person described in and who executed these Articles of Incorporation, and acknowledge the Article to be the act and deed of the subscriber(s) and that the fact set forth.

WITNESS my hand and seal at Miami, County of Dade, State of Florida, this 20th day of February 2002.



My Commission Expires:

Notary Public State of Florida