

FILED EFFECTIVE

ARTICLES OF INCORPORATION
of
DiversWest, INC.

09 OCT 19 AM 8:36

SECRETARY OF STATE
STATE OF IDAHO

The undersigned, Ed Hastie, to form a corporation under the Idaho Business Corporation Act, does hereby adopt the following Articles of Incorporation:

1. The name of the corporation is DiversWest, Inc.
2. The period of duration for said corporation is perpetual.
3. The purposes for which the corporation is organized is for sales and service of scuba equipment, providing scuba instruction, training, and certification and all other business related to the same; as well as the transaction of any or all lawful business for which corporation may be incorporated under the Idaho Business Corporation Act, Title 30, Chapter 1, Idaho Code.
4. The aggregate number of shares which the corporation shall have authority to issue is one thousand (1000) shares, all of one class which shall have no par value.
5. The address of the initial registered office of the corporation and the name of the initial registered agent at such address is:

Ed Hastie
214 East 4th Avenue
Post Falls, ID 83854
6. The initial board of directors shall be made up of two persons. The names and address of the persons who shall serve as the initial board of directors until the first annual meeting of the shareholders or until his or her successor are elected and qualified is as follows:

Ed Hastie
214 East 4th Avenue
Post Falls, ID 83854

Samantha Hastie
214 East 4th Avenue
Post Falls, ID 83854

7. The name and post office address of the incorporator hereon


IDAHO SECRETARY OF STATE
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8. The stock of the corporation shall be non-assessable common stock.
9. A director shall not be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except that a director shall be liable for the following:
 - a. For any breach of the director's duty of loyalty to the corporation or to its stockholders.
 - b. For acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law.
 - c. For acts or omissions which involve director liability as provided in Idaho Code Section 30-1-48, which states that a director shall be liable under the following circumstances:
 1. If the director votes for or assents to the declaration of any dividend or other distribution of the assets of a corporation to its shareholders contrary to the provisions of the Idaho General Business Corporation Act.
 2. If the Director votes for or assents to the purchase of the corporation's own shares contrary to the provisions of the Idaho General Business Corporation Act.
 3. If the director votes for or assents to any distribution of assets of the corporation to its shareholders during the liquidation of the corporation without the payment and discharge of, or making adequate provision for, all known debts, obligations, and liabilities of the corporation.
 - d. For any transaction from which the director derives an improper personal benefit.

DATED this 9 day of October 2009.


Ed Hastie
214 East 4th Avenue
Post Falls, ID 83854