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DIVISION OF REGISTRATION



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 870504 7293438

AUTHORIZATION : *Spuddean*

COST LIMIT : \$ 155.00

ORDER DATE : February 15, 2006

ORDER TIME : 11:35 AM

ORDER NO. : 870504-005

CUSTOMER NO: 7293438

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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DOMESTIC FILING

NAME: NAPLES MARINA INVESTMENTS,
L.L.C

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Jamela Fordyce - EXT. 2936

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION
OF
NAPLES MARINA INVESTMENTS, L.L.C.

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ARTICLE I
Name

The name of the limited liability company ("Company") is **Naples Marina Investments, L.L.C.**

ARTICLE II
Address

The street address of the Company's principal office is *15051 Punta Rassa Road, Fort Myers, FL 33908* and the mailing address is *15051 Punta Rassa Road, Fort Myers, FL 33908*.

ARTICLE III
Duration

The period of duration for the Company is perpetual.

ARTICLE IV
Registered Agent and Office

The name of Company's initial registered agent in Florida is *James Larry Nichols, Esquire*. The address of Company's registered office in Florida is *8191 College Parkway, #204, Fort Myers, FL 33919*.

*ARTICLE V
Management*

The Company shall be managed by the Manager and is, therefore, a Manager-managed company. The Managers need not be Members of the Company. The name and address of the initial Manager is:

Steeven C. Knight, whose address is 15051 Punta Rassa Road, Fort Myers, FL 33908

*ARTICLE VI
Limitation on Agency Authority of Members*

No member of the company shall be an agent of the Company solely by virtue of being Member, and no Member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a Member.


*ARTICLE VII
Miscellaneous*

The right of the Members of the Company to admit additional members and the terms and conditions of the admission, and the right of the remaining Members to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, shall be determined only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

*ARTICLE VIII
Additional Provisions*

The power to adopt, alter, amend, or repeal the Regulations of the Company is vested entirely in the managers listed in Article V.

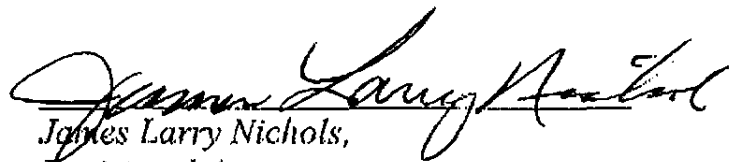
IN WITNESS WHEREOF, I have executed these Articles of Organization on this 15th day of February, 2006, at Fort Myers, Florida.


*James Larry Nichols, Attorney at Law
and Authorized Representative*

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above named limited liability Company at the address designated in the foregoing Articles of Organization and in this certificate, pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned does hereby accept the appointment as registered agent and agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: February 15, 2006


*James Larry Nichols,
Registered Agent*