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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 922-4003

From:

Account Name : BUTZEL LONG

Account Number : 105147001567

Phone : (561) 368-2151

Fax Number : (561) 368-4668

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**LIMITED LIABILITY COMPANY**

Quarterdeck Charters, L.C.

Certificate of Status	0
Certified Copy	1
Page Count	03
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

OF

QUARTERDECK CHARTERS, L.C.

The undersigned acting as organizer of QUARTERDECK CHARTERS, L.C., under the Florida Limited Liability Company Act, adopt the following Articles of Organization for said limited liability company.

ARTICLE I NAME

The name of the limited liability company shall be QUARTERDECK CHARTERS, L.C. (the "LLC").

ARTICLE II BUSINESS ADDRESS AND REGISTERED AGENT

The street address of the place of business and the mailing address in this State of the LLC shall be 1541 Cordova Road, Suite 202, Fort Lauderdale, FL 33316 and the registered agent shall be Paul B. Flanigan, 1541 Cordova Road, Suite 202, Fort Lauderdale, FL 33316.

ARTICLE III MANAGEMENT

The LLC is to be managed by Managers. The name and address of the initial Manager of the LLC is:

Paul B. Flanigan
1541 Cordova Road, Suite 202
Fort Lauderdale, FL 33316

Prepared By:
John J. Raymond, Jr.
BUTZEL LONG, P.C.
1200 North Federal Highway, Suite 420
Boca Raton, FL 33432
Bar # 194162

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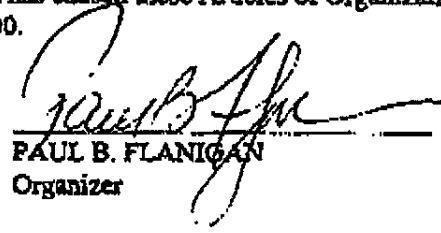
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561 368 4668 TO 18509224003

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IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed this 28 day of November, 2000.


PAUL B. FLANIGAN
Organizer

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
WHOM PROCESS MAY BE SERVED**

In compliance with Section 608.415 and 608.507, Florida Statutes, the following is submitted:

That QUARTERDECK CHARTERS, L.C., desiring to organize under the laws of the State of Florida, with its principal place of business at 1541 Cordova Road, Fort Lauderdale, Suite 202, FL 33316 has named Paul B. Flanigan, 1541 Cordova Road, Suite 202, Fort Lauderdale, FL, 33316 as its agent to accept service of process within Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated limited liability company, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING THE AGENT UPON OF my duties.


PAUL B. FLANIGAN

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