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(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Rainbow Marina, LLC

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_____	LTD Partnership File_____	
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✓	L.C. File <u>Photo</u>	
_____	Fictitious Name File_____	
_____	Trade/Service Mark_____	
_____	Merger File_____	
_____	Art. of Amend. File_____	
_____	RA Resignation_____	
_____	Dissolution / Withdrawal_____	
_____	Annual Report / Reinstatement_____	00 JAN -7 AM 11:53 SECRETARY OF STATE TALLAHASSEE, FLORIDA
_____	Cert. Copy_____	
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_____	Certificate of Good Standing_____	
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_____	Certificate of Fictitious Name_____	
_____	Corp Record Search_____	
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_____	Vehicle Search_____	
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signature

Requested by:

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Name	Date	Time
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Walk-In _____ Will Pick Up _____

ARTICLES OF ORGANIZATION
OF

RAINBOW MARINA, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE I - Name

The name of the limited liability company shall be **Rainbow Marina, LLC** (herein "Company").

ARTICLE II - Address of Company

The mailing address of the Company is 12540 CR 561, Clermont, FL 34711 and the street address of the principal office of the Company is 12540 CR 561, Clermont, FL 34711.

ARTICLE III - Initial Registered Office and Agent, and Agent's Signature

The name and street address of the initial registered agent of the Company is

Rick Thompson

Name

12540 CR 561, Clermont, FL 34711

City, State and Zip

Having been named as the registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that capacity, further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Fla. Stat.



Registered Agent's Signature

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE IV - Managers

Subject to the limitations set forth in the Operating Agreement, if any, the business and affairs of the Company shall be managed by one or more Managers, appointed in accordance with the Operating Agreement of the Company, who may exercise all powers of the Company and perform or authorize the performance of all lawful acts which are not otherwise prohibited by law, the Operating Agreement or these Articles of Organization. All acts of the Managers within the scope of his/her/their authority shall be binding on the Company. The managers shall not be required to be a Member of the Company or residents of the State of Florida. The Company shall initially be managed by one (1) manager. The method of appointing, removing and replacing such managers shall be prescribed by the Operating Agreement. The number of managers may be increased or decreased from time to time by the Operating Agreement. The names and street addresses of the initial managers who shall hold office until the first annual meeting of Members or until their successors are elected or appointed and qualified are:

<u>Name</u>	<u>Address</u>
Rick Thompson	12540 CR 561 Clermont, FL 34711
Bruce Hancock	12540 CR 561 Clermont, FL 34711

ARTICLE V - Term of Existence and Members Rights to Continue Business

The Company shall commence its corporate existence on the date these Articles of Organization are filed by the Florida Department of State, and shall be perpetual thereafter until dissolved by the unanimous agreement of all Members. The death, bankruptcy or dissolution of a Member shall not cause the dissolution of the Company, and the business of the Company shall continue without the consent of any of the remaining Members.

ARTICLE VI - Purposes and Powers

The general purpose for which the Company is organized is to engage in transact any and all lawful business which a limited liability company maybe be organized under the laws of the State of Florida and of the United States. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

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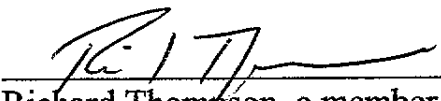
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - Amendment to Articles

These Articles of Organization may only be amended by two thirds of the members by capital account.

In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Dated this the 3RD day of January, 2000.


Richard Thompson, a member

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