



UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, FL 32301 (850) 681-6528

FOR PICKUP BY UCC SERVICES

OFFICE USE ONLY (Document #)

778637 900003115449 -01/31/00--01001--032 CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known): ****125.00 ****125.00 CEA Seaport Walk In Pick Up Time Certified Copy Mail Out Certificate of Status Will Wait Certificate of Good Stand RUSH Photocopy ARTICLES ONLY ALL CHARTER DOCS NEW FILINGS THE AMENDMENTS TO SEE THE Profit Amendment Non-Profit Resignation of R.A. Officer/Director Limited Liability Certificate of FICTITIOUS NAME Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger FICTITIOUS NAM CORP SEARCH ESOTHER FILINGSTEE REGISTRATION/QUALIFICATION: Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Ordered By: Date:

ARTICLES OF ORGANIZATION OF

CEA SEAPORT HOLDINGS, LLC

The undersigned hereby certifies that the Members named herein have associated together for the purpose of becoming a Limited Liability Company under Florida Statutes Chapters 608, providing for the formation, rights, privileges, and immunities of limited liability companies for profit and the following Articles of Organization are hereby adopted.

ARTICLE I.

The name of the Limited Liability Company shall be CEA Seaport Holdings, LLC.

ARTICLE II. DURATION; EFFECTIVE DATE

This Limited Liability Company shall exist perpetually, commencing as of the date on which these Articles of Organization are filed with the State of Florida Department of State.

ARTICLE III. ADDRESS; PRINCIPAL OFFICE

The mailing address of the Limited Liability Company and the street address of the principal office Limited Liability Company is 101 East Kennedy Boulevard, Suite 3300, Tampa, Florida 33602.

ARTICLE IV. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Limited Liability Company is 101 East Kennedy Boulevard, Suite 3300, Tampa, Florida 33602, and the name of its initial registered agent at such address is Ming G. Jung.

ARTICLE V. PURPOSE

This Limited Liability Company may engage in any activity obusiness permitted under the laws of the United States of Americand of this State.

ARTICLE VI. MANAGEMENT

The Limited Liability Company shall be managed by its Managing Member in accordance with the Operating Agreement of the Limited Liability Company. The name and address of the Managing Member is:

CEA Global Partners, LLC 101 East Kennedy Blvd. Suite 3300 Tampa, FL 33602

The undersigned, being one of the Members of the Limited Liability Company, hereby certifies that the foregoing constitutes the Articles of Organization of Seaport Holdings, LLC.

Executed by the undersigned on January 20, 2000.

MEMBER:

CEA Global Partners, LLC, a Delaware limited liability company

By: Molloonel

Brad A. Gordon,

Authorized Representative

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Section 608.415, Florida Statutes, I agree to act in the capacity of Registered Agent for the CEA Seaport Holdings, LLC and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of Section 608.415, Florida Statutes.

DATED this 26 day of January, 2000.

Mina G. Juna

140913