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REAL ESTATE LAW
CORPORATION AND BUSINESS LAW
TRIAL PRACTICE-GENERAL

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WILLS AND ESTATE PLANNING
ESTATE LITIGATION
FAMILY LAW

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February 22, 2000

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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-02/24/00--01080--004
***160.00 ***160.00

Re: LAFAYETTE MARINE, L.C.

Gentlemen:

Pursuant to the above, enclosed please find two (2) executed copies of the Articles of Organization For Lafayette Marine, L.C. which we would like to have filed with the Secretary of State. Also enclosed is our check in the amount of \$160.00 representing the following:

1. Filing Fee of \$100.00;
2. Registered Agent Fee of \$25.00;
3. Certificate of Status Fee of \$5.00;
4. Certified Copy of Record in the amount of \$30.00;

We would request that you forward to our office a filed certified copy of the Articles and a Certificate of Status. Should you have any questions, please feel free to contact our office.

Very truly yours,

ROGER L. BROWN, ESQ.

RLB:dbk
Enclosures

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TALLAHASSEE, FLORIDA

L00-2255

Name	RLB
Availability	RLB
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Used	RLB
Value	RLB
Address	RLB
W. P. M. Ver	RLB

ARTICLES OF ORGANIZATION FOR

LAFAYETTE MARINE, L.C.

A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, desiring to form a limited liability company under and pursuant to Florida law do hereby adopt the following Articles of Organization :

1. Name: The name of the Limited Liability Company is: **LAFAYETTE MARINE, L.C.**
2. Address: The mailing address and street address of the principal office of the Limited Liability Company is: 595 NW 47 AVENUE, DEERFIELD BEACH, FLORIDA 33442.
3. Duration: The period of duration for the Limited Liability Company shall be: **PERPETUAL**, unless terminated by the unanimous written agreement of all members or by the death, retirement, resignation, expulsion, bankruptcy or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining
4. Resident Agent: The name and street address of the initial registered agent is as follows: **OLGA CAUVIN, 595 NW 47th Avenue, Deerfield Beach, FL 33442.**
5. Management: The Limited Liability Company is to be managed by the members and the names and address of the managing members are:

OLGA CAUVIN

595 NW 47th Avenue
Deerfield Beach, FL 33442

BENOIT DESPOINTES

3400 Galt Ocean Drive, #207
Fort Lauderdale, FL 33308

Hereafter, by written action, the members may elect to be managed by Managers who must also be members.

6. Admission of Additional Members: The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

An interest of a Member of this company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining Members of this company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this company or to become a Member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which that

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Member otherwise would be entitled.

7. **Members Rights to Continue Business:** The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:
8. **Amendment of Articles of Organization:** Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added. _ _
9. **Regulations of Company:** The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members unless vested in the Manager(s) of the company by any amendments of the Articles of Organization. Regulations adopted by the Members or by the Manager(s) may be repealed or altered, new Regulations may be adopted by the Members, and the Members may prescribe in any Regulations made by them that such Regulations may not be altered, amended or repealed by the Manager(s).
10. **Informal Action of Members:** Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting (and filed with the Manager(s) of the Company as part of its records.)
11. **Contracting Debt:** Except as otherwise provided by Law, no debt shall be contracted nor liability incurred by or on behalf of this company except by all the Members, unless otherwise provided hereafter.
12. **Withdrawal or Reduction of Member's Contributions to Capital:** A Member shall not receive out of the Company property any part of his or its contribution to capital until:
 - (1) all liabilities of the company, except liabilities to Members on account of their contributions to capital, have been paid or sufficient property of the company remains to pay them,
 - (2) the consent of all Members is had, unless the return of the contributions to capital may be rightfully demanded,
 - (3) these articles of organization are canceled or so amended as to set out the withdrawal reduction.

A Member shall be entitled to the return of his or its contribution in the manner provided

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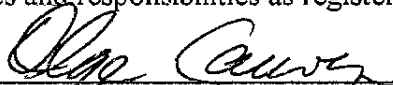
for in the regulations of the company.

IN WITNESS WHEREOF, the undersigned Incorporator(s) have hereunto set their hands and seals this 22nd day of February, 2000 .


Printed Name: OLGA CAUVIN, Member

ACCEPTANCE OF REGISTERED AGENT


I hereby am familiar with and accept the duties and responsibilities as registered agent for said limited liability company.


PRINTED NAME: OLGA CAUVIN
REGISTERED AGENT

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing Articles of Organization was acknowledged before me on
February 22, 2000, by Olga Cauvin, who is personally known to me or who has produced her
Florida Driver's license as identification.


PRINTED NAME: DONNA B. KEEFE
NOTARY PUBLIC

My Commission Expires:

 DONNA B. KEEFE
COMMISSION # CC 640485
EXPIRES JUN 24, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

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ON FEB 24 AM 10:25
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TALLAHASSEE, FLORIDA