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Dave Smith Enterprises, L.L.C.

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Acknowledgement
W.P. Verifier: _____

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**ARTICLES OF ORGANIZATION
OF
DAVE SMITH ENTERPRISES, L.L.C.**

ARTICLE I

The name of the limited liability company is Dave Smith Enterprises, L.L.C.
(the "Company"):

ARTICLE II

The mailing and street address of the Company's principal place of business is Key West Bight Marina, 201 Williams Street, #A16, Key West, Florida 33040.

ARTICLE III

The name and the Florida street address of the registered agent are David G. Smith, Key West Bight Marina, 201 Williams Street, #A16, Key West, Florida 33040.

Having been named as 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 this capacity. I 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, F.S..


David G. Smith

ARTICLE IV

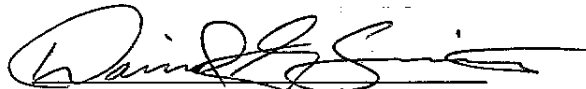
The Company is to be managed by one or more managers and is, therefore, a manager-managed company.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DATED this 24 day of May, 2000.


David G. Smith, Manager

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


David G. Smith, Manager

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TALLAHASSEE FLORIDA