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ACCOUNT NO. : 072100000032

REFERENCE : 726034 7015A

AUTHORIZATION :

Patricia P. [signature]

COST LIMIT : \$ 125.00

ORDER DATE : June 9, 2000

ORDER TIME : 9:58 AM

ORDER NO. : 726034-010

CUSTOMER NO: 7015A

300003282393--9

CUSTOMER: Ms. Laura Lewis
J. WALTER MCCRORY, PA
J. WALTER MCCRORY, PA
Suite 200
1512 E. Broward Boulevard
Ft. Lauderdale, FL 33301

DOMESTIC FILING

NAME: INTERNATIONAL MARINAS, L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap - EXT.

EXAMINER'S INITIALS:

00 JUN -9 PM 3: 08
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

00 JUN -9 AM 11: 25
RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

ARTICLES OF ORGANIZATION
OF
INTERNATIONAL MARINAS, L.C.

I, the undersigned, acting as the organizer of a limited liability company pursuant to the Florida Limited Liability Company Act (the "Act"), certify the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is International Marinas, L.C. (the "Company").

ARTICLE II. DURATION

The term of the Company's duration is perpetual.

ARTICLE III. ADDRESS

The mailing address and the street address of the principal office of the Company is:

1512 East Broward Boulevard
Suite 200
Fort Lauderdale, FL 33301

ARTICLE IV. REGISTERED AGENT

The name and street address of the Company's initial registered agent is as follows:

J. Walter McCrory
1512 East Broward Boulevard
Suite 200
Fort Lauderdale, FL 33301

Registered agent's acceptance is attached hereto as Exhibit A.

00 JUN 79 PM 3:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

ARTICLES OF ORGANIZATION
INTERNATIONAL MARINAS, L.C.

ARTICLE V. MANAGEMENT

The management of the Company is reserved to the members of the Company. The names and addresses of the initial members of the Company are as follows:

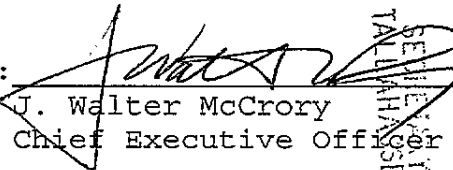
Developort, Inc.
1512 East Broward Boulevard
Suite 200
Fort Lauderdale, FL 33301

Kaye Pearson
1637 East Lake Drive
Fort Lauderdale, FL 33316

DATED this 8 day of June, 2000.

DEVELOPORT, INC., Member

By:


J. Walter McCrory
Chief Executive Officer

00 JUN -9 PM 3:08
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TALLAHASSEE FLORIDA
SECRETARY OF STATE

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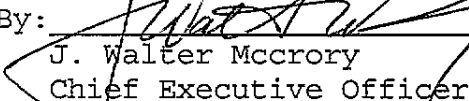
CERTIFICATE DESIGNATING PLACE OF BUSINESS,
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

RE: International Marinas, L.C.

In compliance with Florida Statutes, Chapter 48 the following is submitted:

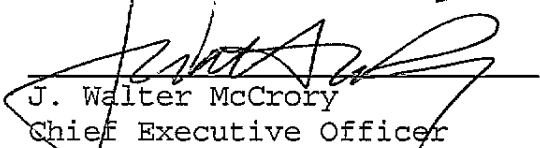
First, that Developort, Inc., desiring to organize the above named limited liability company under the laws of the State of Florida, with its principal place of business at City of Fort Lauderdale, State of Florida, has named J. Walter McCrory, located at 1512 East Broward Boulevard, Suite 200, Fort Lauderdale, FL 33301, as its agent to accept service of process within Florida.

DEVELOPORT, INC.

By: 
J. Walter McCrory
Chief Executive Officer

Date: June 8, 2000

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 am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


J. Walter McCrory
Chief Executive Officer
Developort, Inc.

Date: June 8, 2000

EXHIBIT "A"