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MJH

February 23, 2001

Via Federal Express
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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****125.00 ****125.00

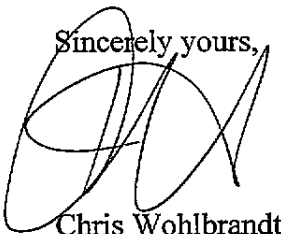
RE: Cincinnati Boaters, LLC
A Florida Limited Liability Company

Dear Sir or Madame:

Enclosed for filing please find the original and one copy of the Articles of Organization for Cincinnati Boaters, LLC. I have also included our check in the amount of \$125.00 to pay the filing fees.

Please return all recording information to this office and, should you have any questions or concerns, please call me directly. Thank you in advance for your consideration.

Sincerely yours,



Chris Wohlbrandt

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 FEB 26 AM 9:47

**ARTICLES OF ORGANIZATION
OF
CINCINNATI BOATERS, LLC**

**ARTICLE I
NAME**

The name of the Limited Liability Company is: **Cincinnati Boaters, LLC**

**ARTICLE II
ADDRESS**

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

1661 Trade Center Way, Suite 1
Naples, Florida 34109
(941) 594-9334

**ARTICLE III
DURATION**

The period of duration of the Limited Liability Company shall be perpetual or until dissolved in a manner provided by law or as provided in the regulations adopted by the members.

**ARTICLE IV
MANAGEMENT**

The Limited Liability Company is to be managed its Members and the names and addresses of all Members are as follows:

Kevin M. Burns
1661 Trade Center Way, Suite #1
Naples, Florida 34109

John Norcom
9426 Deerwalk Court
West Chester, OH 45069

ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS


Upon approval by 51% of the Members, the company is authorized to issue additional Units in the company and to admit Additional Members to the Company.

ARTICLE VI
MEMBERS' RIGHTS TO CONTINUE BUSINESS

The remaining members of the Company shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

These Articles are executed this 22nd day of February, 2001, by an undersigned Member of the Company, pursuant to Florida Limited Liability Company Act, Florida Statute §608.401 et seq.

AUTHORIZED MEMBER:



Kevin M. Burns

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 PR 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE
STATE OF FLORIDA:

1. The name of the Limited Liability Company is: **Cincinnati Boaters, LLC**
2. The name and address of the registered agent and office is:

Kevin M. Burns
1661 Trade Center Way, Suite #1
Naples, Florida 34109

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.



Kevin M. Burns
Registered Agent
Date: 02.22.01