

LO1000008515

WALROTH SADURNI & MENDOZA  
OF COUNSEL TO  
SANDLER, TRAVIS & ROSENBERG, P.A.  
ATTORNEYS & FOREIGN LAW CONSULTANTS  
MIAMI MÉXICO D.F.

STEPHEN P. WALROTH-SADURNI, J.D.  
ADMITTED IN FLORIDA

Miami, Florida; May 16, 2001

900004315639--8  
-05/24/01--01083--001  
\*\*\*125.00 \*\*\*125.00

Secretary of State  
Division of Corporations  
State of Florida  
Post Office Box 6327  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: **Articles of Organization: C. L. AQUA SPORT, L.L.C.**

Dear Sir or Madam:

Enclosed are the original and one copy of the Articles of Organization of **C. L. AQUA SPORT, L.L.C.**, a Florida *Limited Liability Company*. We would appreciate your filing of these and sending us a certified copy with the applicable filing information in the enclosed self-addressed stamped envelope. We are enclosing our firm's check in the amount of \$125.00 to cover the following costs:

Filing Fee	\$100.00
Registered Agent Fee	<u>25.00</u>
<b>Total</b>	<b>\$125.00</b>

Thank you for your prompt attention to this matter.

Very truly yours,

  
Stephen P. Walroth-Sadurni, J.D.

cc: Lauren Perez, STR

Enclosures (as noted).  
SPWS:mj  
LLC Art Orgn Ltr.wpd

LO1-8515  
OK

**ARTICLES OF ORGANIZATION  
OF  
C. L.. AQUA SPORT, L.L.C.**

The undersigned member hereby executes and acknowledges these Articles of Organization for the purpose of forming a Limited Liability Company in accordance with the laws of the State of Florida:

**ARTICLE I**

Name

The name of this Limited Liability Company shall be: **C. L.. AQUA SPORT, L.L.C.**

**ARTICLE II**

Existence and Period of Duration

In accordance with Section 608.409, Florida Statutes, the existence of this Limited Liability Company shall commence on the date these Articles of Organization are filed by the Department of State after subscription and execution. The duration of this Limited Liability Company thereafter shall be perpetual.

**ARTICLE III**

Principal Office

The street address of the principal office of the Limited Liability Company shall be located at:

2120 SW 16th Terrace  
Miami, Florida 33145

The mailing address of the principal office of the Limited Liability Company shall be:

2120 SW 16th Terrace  
Miami, Florida 33145

FILED  
MAY 24 PM 5:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE IV**  
**Registered Office and Registered Agent**

The initial registered office of this Limited Liability Company shall be located at The Waterford, 5200 Blue Lagoon Drive, Suite 600, Miami, Florida 33126; and the initial Registered Agent of this Limited Liability Company at such office shall be Stephen P. Walroth-Sadurní. This Limited Liability Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

**ARTICLE V**  
**Admission of Additional Members**

The Members of this Limited Liability Company shall have the right to admit new Members upon the affirmative vote of TWO THIRDS (2/3) of the existing Members, and the payment of the consideration deemed appropriate for the capital or equity interest of the additional Member.

**ARTICLE VI**  
**Incapacity of a Member**

The remaining Members of this Limited Liability Company shall have the right to continue the business of this Limited Liability Company 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 said Member, or until its successor is elected and qualifies.

FILED  
01 MAY 2003  
CLERK OF DISTRICT COURT  
MIAMI, FLORIDA

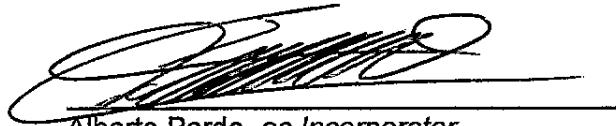
## ARTICLE VII

### Management of the Limited Liability Company

Pursuant to Florida Statute § 608.407 (1) (g) (2), the management of this Limited Liability Company is reserved to the Managing Members, who names and addresses are:

<u>Name</u>	<u>Address</u>
Alberto Pardo	2120 SW 16 <sup>th</sup> Terrace Miami, Florida 33145

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles for the uses and purposes therein stated.

  
Alberto Pardo, as Incorporator

FILED  
MAY 26 PM 3:53  
CLERK OF CIRCUIT COURT  
MIAMI, FLORIDA

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, on this 9<sup>th</sup> day of May 2001, personally appeared

**Alberto Pardo** who is

\_\_\_\_\_ to me well known to be the person described in and who signed the foregoing  
Articles of Organization; or,

☒ produced the following identification: **Argentine Passport, No. 11061010N.**

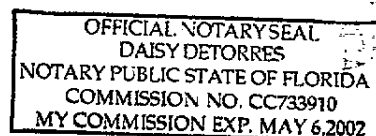
and acknowledged to me that he executed the same freely and voluntarily, for the uses and  
purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.



NOTARY PUBLIC

My Commission Expires:




FILED  
01 MAY 26 PM 3:53  
NOTARY PUBLIC STATE OF FLORIDA

**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

(Fla Stat. §607.0501)

The undersigned, Stephen P. Walroth-Sadurní, having been named as registered agent to accept service of process for **C. L. Aqua Sport, L.L.C.**, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 9th day of May 2001.

  
\_\_\_\_\_  
Stephen P. Walroth-Sadurní

FILED  
MAY 26 PM 3:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA