

L0100000/2299

SPIEGEL & UTRERA, P.A.

(Requestor's Name)

1840 SOUTHWEST 22 STREET, 4TH FLOOR

MIAMI, FL 33145 - (305) 854-6000

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. A-1 PAINTING & YACHT REFINISHING, L.L.C.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

Walk-In Pick up time ASAP Certified Copy

Mail out Will wait Photocopy Certificate of Status

01 JUL 26 AM 10:18
SECRETARY OF STATE
FALLAHASSE, FLORIDA
RECEIVED
01 JUL 26 AM 9:05
DIVISION OF CORPORATION

APPROVED
AND
FILED

NEW FILINGS

Profit
NonProfit
Limited Liability
Domestication
Other

AMENDMENTS

Amendment
Resignation of R.A., Officer/Director
Change of Registered Agent
Dissolution/Withdrawal
Merger

OTHER FILINGS

Annual Report
Fictitious Name
Name Reservation

**REGISTRATION/
QUALIFICATION**

Foreign
Limited Partnership
Reinstatement
Trademark
Other

600004499486--5
-07/26/01--01026--003
***125.00 ***125.00

Examiner's Initials CB

7-26-01

ARTICLES OF ORGANIZATION

OF

A-1 PAINTING & YACHT REFINISHING, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE 1 - NAME

The name of the limited liability company shall be **A-1 PAINTING & YACHT REFINISHING, L.L.C.**, ("Company").

ARTICLE 2 - ADDRESS

The principal place of business of the Company in Florida shall be 7561 Northwest 16th Street, Suite #2310, Plantation, Florida 33313 and the mailing address shall be the same.

ARTICLE 3 - EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE 4 - DURATION

Subject to the provisions of Article 9, the Company's existence shall terminate no later than 99 years from its date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE 5 - PURPOSES AND POWERS

The general purpose for which the Company is organized is to engage in painting and yacht refinishing and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

01 JUL 26 4:10:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED



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LAWYERS
www.amerilawyer.com

1840 CORAL WAY, 4TH FLOOR, MIAMI, FL 33145 - (305) 854-6000 - (800) 603-3900 - FACSIMILE (305) 857-3700
MAILING ADDRESS: POST OFFICE BOX 450605 MIAMI, FL 33245-0605

ARTICLE 6 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Company is Spiegel & Utrera, P.A., at 1840 Southwest 22 Street, 4th Floor, Miami, Florida 33145. The name and address of the registered agent of this Company is Spiegel & Utrera, P.A., 1840 Southwest 22 Street, 4th Floor, Miami, Florida 33145.

ARTICLE 7 - MANAGEMENT

The Managers of the Company shall be:

Operating Manager: Warren Munroe
Vice Operating Managers: Anthony Phillip and Johann Pitt

whose addresses shall be the same as the mailing address of the Company.

APPROVED
AND
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TALLAHASSEE, FLORIDA

ARTICLE 8 - ADMISSION OF NEW MEMBERS

No additional member(s) shall be admitted to the Company except with the unanimous written consent of all the member(s) of the Company and upon such terms and conditions as shall be determined by all the member(s). A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other member(s) of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE 9 - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least one remaining member.



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ARTICLE 10 - MEMBERS

The Managers of the Company shall be elected by the member(s) in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the member(s) of the Company are:

Anthony Phillip
7561 Northwest 16th Street, Suite #2310
Plantation, Florida 33313

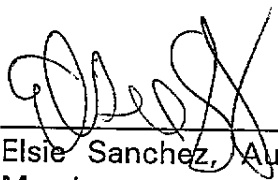
Johann Pitt
7561 Northwest 16th Street, Suite #2310
Plantation, Florida 33313

Bay View Group LTD., Inc., a Bahamas corporation
7561 Northwest 16th Street, Suite #2310
Plantation, Florida 33313

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TALLAHASSEE, FLORIDA

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AND
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IN WITNESS WHEREOF, The undersigned, an authorized representative of the members, has made and subscribed these Articles of Organization at Coral Gables, Florida, for the foregoing uses and purposes, this July 25, 2001.



Elsie Sanchez, Authorized Representative of the Members



**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION**

Spiegel & Utrera, P.A., having a business office identical with the registered office of the Company name above, and having been designated as the Registered Agent in the above and foregoing Articles of Organization, is familiar with and accepts the obligations of the position of Registered Agent under Section 608.4155, Florida Statutes and other applicable Florida Statutes.

Spiegel & Utrera, P.A.



By: _____
Natalia Utrera, Vice President

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ARTLIMES



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