

Division of Corporations

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L0/00000/5236**Florida Department of State**

Division of Corporations

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Account Name : EMMANUEL SHEPPARD & CONDON
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LIMITED LIABILITY COMPANY**HI-PRO MARINE, L.L.C.**

Certificate of Status	0
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Page Count	06
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ARTICLES OF ORGANIZATION**OF****HI-PRO MARINE, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be **HI-PRO MARINE, L.L.C.** ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company shall be 10205 Holsberry Road, Pensacola, Florida 32534.

ARTICLE III - DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is John P. Sanders, 8195 Kipling Street, Pensacola, Florida 32514.

ARTICLE V - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

This Document was prepared by:
Jill K. Satterwhite, Esq., of
Emmanuel, Sheppard and Condon
30 S. Spring Street
Pensacola, Florida 32501
1-850-433-6581
Florida Bar No. 0095478

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ARTICLE VI - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. 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 other members 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 VII - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or on 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.

ARTICLE VIII - MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members 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 names and addresses of the members of the company are:

<u>NAME</u>	<u>ADDRESS</u>
Sanders Brothers Electric, Inc.	8195 Kipling Street Pensacola, Florida 32514
Edward J. Sanders	1202 Brad Thomas Gulf Breeze, Florida 32563
John P. Sanders	10205 Holsberry Road Pensacola, Florida 32534
Robert M. Marcus	2388 West Bayshore Road Gulf Breeze, Florida 32563

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IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Pensacola, Florida, on this 5 day of September, 2001.

SANDERS BROTHERS ELECTRIC, INC.
a Florida corporation

By:

John P. Sanders, President

Edward J. Sanders
EDWARD J. SANDERS

John P. Sanders
JOHN P. SANDERS

Robert M. Marcus
ROBERT M. MARCUS

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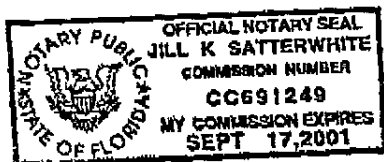
STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me this 5 day of September, 2001, by John P. Sanders, the President and authorized agent of SANDERS BROTHERS ELECTRIC, INC., a Florida corporation, on behalf of the corporation, who () is personally known to me or who (X) has produced FL D.C. as identification and who did not take an oath.

- SEAL -

Jill K. Satterwhite
NOTARY PUBLIC

Printed Name: Jill K. Satterwhite

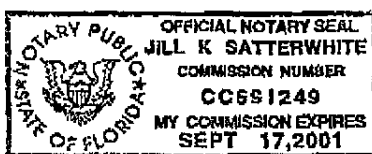


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STATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me this 5 day of September,
2001, by Edward J. Sanders, who () is personally known to me or who () has produced
FL. D.C. as identification and who did not take an oath.

-- SEAL --

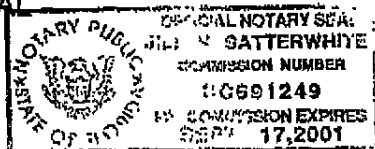


Jill K. Satterwhite
NOTARY PUBLIC

Printed Name: Jill K. SatterwhiteSTATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me this 5 day of September,
2001, by John P. Sanders, who () is personally known to me or who () has produced
FL. D.C. as identification and who did not take an oath.

-- SEAL --

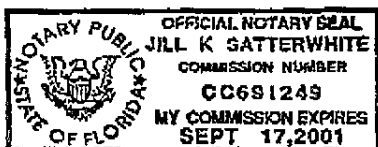


Jill K. Satterwhite
NOTARY PUBLIC

Printed Name: Jill K. SatterwhiteSTATE OF FLORIDA
COUNTY OF ESCAMBIA

Sworn to and subscribed before me this 5 day of September,
2001, by Robert M. Marcus, who () is personally known to me or who () has produced
FL. D.C. as identification and who did not take an oath.

-- SEAL --



Jill K. Satterwhite
NOTARY PUBLIC

Printed Name: Jill K. Satterwhite

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of **HI-PRO MARINE, L.L.C.**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.


JOHN P. SANDERS

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