



ATTORNEYS AT LAW
THE ANDERSEN FIRM

A PROFESSIONAL CORPORATION

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REPLY TO: KEY WEST OFFICE

November 1, 2001

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: **Mundo Acuatico, LLC**

Dear Sir or Madam:

Please find enclosed two (2) duplicate original Articles of Organization for the above referenced limited liability company, and a check in the amount of \$160.00, representing the following:

Filing fee	100.00
Designation of Registered Agent	25.00
Certified Copy	30.00
Certificate of Status	5.00
Total	\$160.00

Please file one set of originals and return one certified copy along with the certificate of status to the undersigned in the enclosed stamped and self-addressed envelope.

Thank you for your attention in this matter.

Sincerely,

THE ANDERSEN FIRM
A PROFESSIONAL CORPORATION


Kenneth Biskner


Enclosures

DIRECT DIAL: (305)295-0254

E-MAIL: kbiskner@taflaw.com

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-11/07/01--01028--002
****160.00 ****160.00

FILED
01 NOV -7 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

101-19424


eff 11-1-01

**ARTICLES OF ORGANIZATION
OF
MUNDO ACUATICO, LLC**

THE UNDERSIGNED, acting as the organizer of Mundo Acuatico, LLC (the "Company"), a limited liability company organized pursuant to Section 608.407 of the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization for the Company:

1. The name of the Company is "Mundo Acuatico, LLC"
2. The mailing address and street address of the principal office of the Company is:

727 Southard Street
Key West, FL 33040

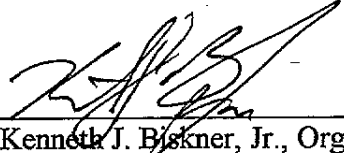
3. The name and address of the initial registered agent for service of process of the Company is set forth below:

The Andersen Firm, A professional Corporation
501 Whitehead Street
Key West, Florida 33040

4. At the date and time of filing of these Articles, there are two (2) members of the Company.
5. The Company will be member managed.
7. The duration of the Company is to be limited to thirty (30) years.
8. The existence of the Company shall begin on November 1, 2001.

FILED
NOV -7 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 1st day of November, 2001.


Kenneth J. Biskner, Jr., Organizer

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true)

STATE OF FLORIDA)
) ss:
COUNTY OF MONROE)

The foregoing instrument was acknowledged before me this 1st day of November, 2001, by Kenneth J. Biskner, Jr., as Organizer of Mundo Acuatico, LLC, who _____ is personally known to me or _____ produced _____ as identification.

Notary Public, State of
Florida at Large

My Commission expires:

FILED
01 NOV -7 PM 5: 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

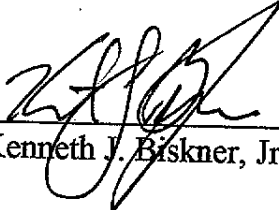
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of § 608.415, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement to designate the registered agent and registered office, in the State of Florida.

- a. The name of the limited liability company is Mundo Acuatico, LLC.
- b. The name and address of the registered agent and office is:

The Andersen Firm, A Professional Corporation
501 Whitehead Street
Key West, FL 33040

Mundo Acuatico, LLC



Kenneth J. Biskner, Jr., Organizer

Date: November 1, 2001

FILED
01 NOV -7 PM 5:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

THE ANDERSEN FIRM
A PROFESSIONAL CORPORATION



William E. Andersen, President

Registered Agent: Mundo Acuatico, LLC

Date: November 1, 2001