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TURNER & LYNN, P.A.
ATTORNEYS AT LAW

John W. Turner (1911-2000)
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John Michael Lynn

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Please reply to:
Key Largo office: _____
Homestead office: XXX

41 Harbour House
Key Largo, Florida 33037
Telephone: (305) 367-3004

November 19, 2001

State of Florida
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Gentlemen:

Re: Southern Princess, LLC
Articles of Organization

Enclosed are an original and one (1) copy of the Articles of Organization for Southern Princess, LLC, as well as George Walter Mapp, Jr., Check No. 38468 in the amount of \$125.00 in payment of the following fees:

Filing Fee	\$100.00
Resident Agent Designation	25.00

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****125.00 ****125.00

A stamped, self-addressed envelope is enclosed for your convenience in sending an acknowledgment letter to us.

If you require any additional information, please call our office.

Very truly yours,

TURNER & LYNN, P. A.

By: _____

SANDRA T. LYNN, ESQ.

STL:jw
Enclosures

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DIVISION OF CORPORATIONS
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ARTICLES OF ORGANIZATION
OF
Southern Princess, LLC

ARTICLE I--NAME

The name of the corporation shall be Southern Princess, LLC

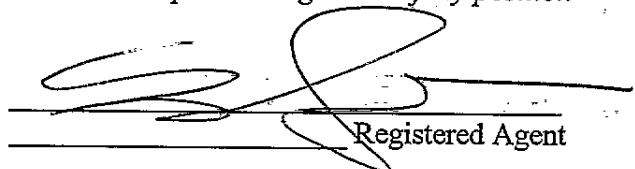
ARTICLE II--PRINCIPAL OFFICE

The principal place of business shall be 830 N. Krome Avenue
Homestead, FL 33030

ARTICLE III--REGISTERED AGENT

The name and address of the initial registered agent is Sandra T. Lynn, whose address is 830 N. Krome Avenue, Homestead, FL 33030 and whose mailing address is P.O. Box 1629, Homestead, FL 33090.

Having been named a 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.

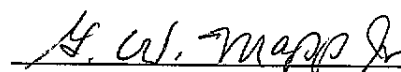


Registered Agent

ARTICLE IV--MANAGEMENT

The limited liability company shall be managed by the member.

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.



G.W. Mapp, Jr., Sole Member
Address: P.O. Box 506
Accomac, VA 23301

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