

Division of Corporations

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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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Fax Number : (850) 205-0383

From:

Account Name : FLORIDA FILING & SEARCH SERVICES
Account Number : T20000000189
Phone : (850) 668-4318
Fax Number : (850) 668-3398

LIMITED LIABILITY COMPANY
BOLER SHIPPING INTERNATIONAL, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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TALLAHASSEE, FLORIDA

DIVISION OF CORPORATION

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L02-4622
EFFECTIVE DATEEFFECTIVE DATE
2/25/02

2/26

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida Limited Liability Company is:
BOLER SHIPPING INTERNATIONAL LLC

Article II. Address

The Company's street and mailing address is:

BOLER SHIPPING INTERNATIONAL LLC
1220 North Market Street, Suite 606
Wilmington, DE 19801

Article III. Registered Agent

The name and Street Address of the Company's registered agent is:

Florida Filing & Search Services, Inc. ✓
1333 Duval Street
Tallahassee, FL 32303

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TALLAHASSEE, FLORIDA

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss, deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Registered Agents Ltd.
1220 North Market Street, Suite 606
Wilmington, DE 19801
800-441-5940

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Article V. Management

This will be a member-managed company. The names and addresses of the initial members are:

Nenad Ostojic
Setaliste I.G. Kovacica 30
51000 Rijeka
Croatia

Pavle Simidzieski
Sibenik
Croatia

Milorad Ivanovic
Budicinova 20
52000 Pula
Croatia

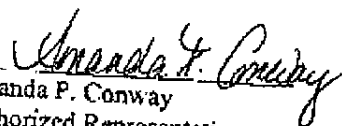
Zeljko Zaninovic
Kumiciceva 45
51000 Rijeka
Croatia

Branko Dorcic
Danijela Godine 7
51000 Rijeka
Croatia

Article VI. Company Existence

The Company's existence shall begin effective as of February 25, 2002.

The undersigned authorized representative of a member executed these Articles of Organization on February 25, 2002.


Amanda P. Conway
Authorized Representative

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:
BOLER SHIPPING INTERNATIONAL LLC

REGISTERED AGENT/OFFICE
Florida Filing & Search Services, Inc.
1333 North Duval Street
Tallahassee, FL 32303

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate.
I agree to comply with the provisions for all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Robert Hodge

Date: 2/26/02

Registered Agents, Ltd.
1220 North Market Street, Suite 606
Wilmington, DE 19801
800-421-2661

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