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LO200001440B

June 7, 2002

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

RE: SANIBEL SCUBA, LLC

200005728902--5
-06/10/02--01065--009
****125.00 ****125.00

Gentlemen:

I am herewith enclosing an original and a copy of Articles of Organization for the above-named Limited Liability Company. In addition, a check in the amount of \$125.00 is enclosed which represents the following fees:

Filing Fee	\$ 100.00
Registered Agent Fee	25.00
Total	\$ 125.00

Please file the original of the enclosed Articles of Organization and return a copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,



Thomas E. Moorey

TEM:bd
Enclosures

02 JUN 10 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JB-11-02

**ARTICLES OF ORGANIZATION
OF
SANIBEL SCUBA, LLC**

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 **SANIBEL SCUBA, LLC**.

ARTICLE II

ADDRESS

The mailing address and street address of the principal office of the company is
15031 Punta Rassa #705, Fort Myers, Florida 33908.

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 dissolved earlier as provided in these Articles of Organization or in the Operating Agreement.

ARTICLE IV

REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is **RUSSELL SPOTTE, 15031 Punta Rassa #705, Fort Myers, Florida 33908**.

02 APR 10 AM 9:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ARTICLE V

MANAGEMENT

The company shall be managed by its members and is, therefore, a member-managed company. The initial managing member shall be:

RUSSELL SPROTTE
15031 Punta Rassa #705
Fort Myers, Florida 33908

ARTICLE VI

MEMBERS

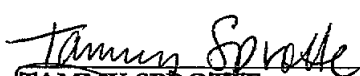
The names and addresses of the members of the company are:

<u>NAME</u>	<u>ADDRESS</u>
RUSSELL SPROTTE	15031 Punta Rassa #705 Fort Myers, Florida 33908
TAMMY SPROTTE	15031 Punta Rassa #705 Fort Myers, Florida 33908
DOUGLAS SPROTTE	15031 Punta Rassa #705 Fort Myers, Florida 33908

RECEIVED
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02 JUN 10 AM 9:37
CLERK OF COURT
LEE COUNTY, FLORIDA

IN WITNESS WHEREOF, the undersigned members have made and subscribed these Articles of Organization at Fort Myers, Lee County, Florida, on this 5th day of JUNE, 2002.


RUSSELL SPROTTE


TAMMY SPROTTE


DOUGLAS SPROTTE

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.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement to designate a registered office and registered agent in the State of Florida.

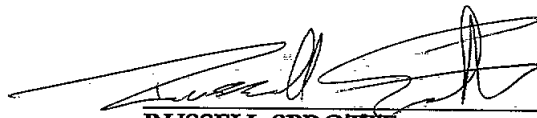
1. The name of the Limited Liability Company is: **SANIBEL SCUBA, LLC.**
2. The name and the Florida street address of the registered agent and office

are:

RUSSELL SPROTTE
15031 Punta Rassa #705
Fort Myers, Florida 33908

APPROVED
AND
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02 APR 10 AM 9:37
CLERK 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 as provided for in Chapter 608, F.S..


RUSSELL SPROTTE