



L020000019655

ACCOUNT NO. : 072100000032

REFERENCE : 689401 7332827

AUTHORIZATION :

Patricia Poyito

COST LIMIT : \$ 155.00

ORDER DATE : August 1, 2002

ORDER TIME : 4:14 PM

ORDER NO. : 689401-005

CUSTOMER NO: 7332827

CUSTOMER: Menashe Frank, Esq
Hogan & Hartson LLP

Suite 1900
1111 Brickell Avenue
Miami, FL 33131

FILED
02 AUG - 1 PM 1:42
TALLAHASSEE, FLORIDA

AL

DOMESTIC FILING

NAME: LUXURY CRUISE HOLDINGS, LLC 200006862852--6

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Joyce Markley - EXT. 1130

EXAMINER'S INITIALS:

RECEIVED
02 AUG - 1 PM 4:44
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR
LUXURY CRUISE HOLDINGS, LLC**

ARTICLE I - Name

The name of the Limited Liability Company is: Luxury Cruise Holdings, LLC.

ARTICLE II - Address

The mailing address and street address of the principal office of the Limited Liability Company is 10370 USA Today Way, Miramar, FL 33025

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature

The name and the Florida street address of the registered agent are:

CORPORATION SERVICE COMPANY
1201 HAYES STREET
TALLAHASSEE, FLORIDA 32301

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.

Brian Courtney
Asst. V. Pres.

Registered Agent's Signature

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 1st day of August, 2002.

(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.)

Paul Andreassen, Member representative