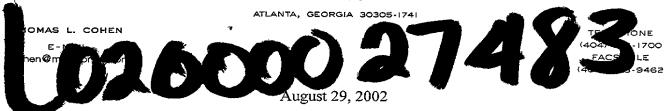
Scheer, Jackson, Cohen & Schoenberg LLC

ATTORNEYS AT LAW

3405 PIEDMONT ROAD, N.E.

SUITE 275



Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Greetings:

Please find enclosed the Articles of Organization for a Florida Limited Liability Company, which is being filed on behalf of Boat Resources, LLC. Also enclosed is a check for \$125.00 for the applicable filing fee.

Please let me know if you require any additional information.

Sincerely,

Thomas L. Cohen

102-2766 1017-1000

189,623,671



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

September 24, 2002

THOMAS L. COHEN 3405 PIEDMONT ROAD NE STE. 275 ATLANTA, GA 30305-1741

SUBJECT: BOAT RESOURCES, LLC

Ref. Number: W02000027666

We have received your document for BOAT RESOURCES, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Letter Number: 502A00054139

Marsha Thomas **Document Specialist**

The name of the Limited Liability Company is: Boot Resources, LLC ARTICLE II - Address: The mailing address and street address of the principal office of the Limited Liability Company is: 3405 Predmont Road, NE Suite 275 Atlanta, GA 30305 ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature: The name and the Florida street address of the registered agent are: 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. Article IV - Management (Check box if applicable.) The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company. (An additional article must be added if an effective date is requested) Signature of a member or an authorized representative of a member.

ARFICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

Typed or printed name of signee

(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.)

Filing Fees: \$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)