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From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
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LIMITED LIABILITY AMENDMENT

ALFA MARINE LC

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FLORIDA DEPARTMENT OF STATE

Chenda E. Hood
Secretary of State

November 17, 2003

ALFA MARINE LC
941 FOURTH STREET
#200
MIAMI BEACH, FL 33139
SUBJECT: ALFA MARINE LC
REF: L02000032157

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AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted effective November 12, 2003 by the members pursuant to section 608.411, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Organization supersede the original Articles of Organization, as amended.

Article I. Name

If no old name is listed below, the name of this Florida limited liability company has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Alfa Marine LC

Old Name:

Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on December 3, 2002.

Article III. Address

The Company's street and mailing address is:

Alfa Marine LC
1897 Palm Beach Lakes Blvd.
Suite 226
West Palm Beach FL 33409

Article IV. Registered Agent

The name and street address of the Company's registered agent is:

Paul Robert Hayes
1897 Palm Beach Lakes Blvd.
Suite 226
West Palm Beach FL 33409

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AND
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Article V. 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.

Article VI. Management

This will be a manager-managed company. The name of each manager is:

PAUL ROBERT HAYES

1897 Palm Beach Lakes Blvd. Suite 226 West Palm Beach FL 33409

Article VII. Company Existence

The Company's existence will begin effective upon the filing date of the original Articles of Organization.

The undersigned executed these Amended and Restated Articles of Organization on the date shown below.

Alfa Marine, LLC

By: 

by V. Cine as attorney-in-fact

Name: Paul Robert Hayes

Title: Manager

Date: November 12, 2003

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Alfa Marine LC

REGISTERED AGENT/OFFICE:

Paul Robert Hayes
1897 Palm Beach Lakes Blvd.
Suite 226
West Palm Beach FL 33409

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 of 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.



PAUL ROBERT HAYES
by V. Cine as attorney-in-fact

Date: November 18, 2003

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