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LIMITED LIABILITY COMPANY

SEALAND HOLDINGS LLC

Certificate of Status	1
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Page Count	06
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ARTICLES OF ORGANIZATION**OF****SEALAND HOLDINGS, LLC**

THE UNDERSIGNED, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Florida Limited Liability Company (the "Company") under the laws of the State of Florida does set forth the following:

1. NAME

The name of the Company is:

SEALAND HOLDINGS, LLC

2. PERIOD OF DURATION

In accordance with Section 608.409(1) of the Florida Limited Liability Company Act ("Act"), the term of existence shall begin the date these Articles are filed and its duration shall be perpetual, unless other dissolved or terminated by the unanimous written agreement of all members or pursuant to an event described in paragraph 7 of these Articles of Organization.

3. PURPOSE

The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a Limited Liability Company organized and existing by virtue of such laws.

4. MAILING AND STREET ADDRESS OF COMPANY

The mailing and street address of the place of business in Florida for the Company is 2400 East Commercial Boulevard, Suite 706, Fort Lauderdale, Florida 33308.

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5. **REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent in Florida for the Company is Michael E. Leach, 2400 East Commercial Boulevard, Suite 706, Fort Lauderdale, Florida 33308.

6. **ADMISSION OF ADDITIONAL MEMBERS**

Pursuant to Section 608.4232 of the Act, the Company may admit additional members upon the unanimous written consent of the members of the Company. Any new member which is approved by the members of the Company as set forth herein shall become a member of the Company upon payment of the contribution to the capital of the Company as established from time to time by the members, and upon such member's agreement to comply with these Articles of Organization, its regulations or guidelines as the members may from time to time determine, in their sole discretion.

7. **CONTINUITY OF BUSINESS**

Upon death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall not be continued and the Company shall be dissolved, unless the consent of all remaining members of the Company is obtained.

8. **MANAGEMENT**

The Company is to be a member-managed company.

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9. **RIGHT OF ASSIGNEE TO BECOME A MEMBER**

An assignee of a member's interest in the Company may become a member of the Company and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, upon the unanimous written consent of the members of the Company (excluding the member seeking to transfer his or her interest in the Company), except as set forth in an operating agreement of the members. The rights of the assignee shall be subject to the regulations, if any, and/or such other documents or agreements governing the operation of the Company as may be entered into from time to time, provided such assignment and admission of such assignee as a member complies with the terms and conditions of the regulations of the Company, if any and/or such other documents or agreements governing the operation of the Company as may be entered into from time to time.

10. **RETURN OF CAPITAL**

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's regulations or operating agreement, if any, then in existence.

11. **AMENDMENT TO ARTICLES OF ORGANIZATION**

Members may adopt, alter, amend or repeal any provision of the Articles of the Organization upon the unanimous written consent of the members of the Company.

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12. REGULATIONS

Pursuant to Section 608.423(1) of the Act, the members of the Company may adopt, alter, amend or repeal regulations or any provision thereof, upon the unanimous written consent of the members of the Company.

13. AUTHORIZED REPRESENTATIVE

The name and address of the Authorized Representative signing these Articles is Alan B. Cohn, 2021 Tyler Street, Hollywood, Florida 33020.


IN WITNESS WHEREOF, the undersigned as Authorized Representative has executed these Articles of Organization this 18th day of April, 2003.

Leona L. HertzendorfLeona L. Hertzendorf

Printed Name of Witness

Linda Davis

Printed Name of Witness



ALAN B. COHN

Authorized Representative

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) SS:

COUNTY OF BROWARD

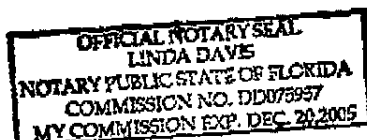
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ON THIS 18 day of April, 2003, before me personally appeared Alan B. Cohn, the Authorized Representative of SEALAND HOLDINGS, LLC, a Florida Limited Liability Company, to be formed, who is personally known to me to be the individual described in and who executed the foregoing or who has produced _____ as identification, and he acknowledged before me that he executed the same for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the county and state aforesaid.


Notary Public, State of Florida

My Commission Expires:



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**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 IN DESIGNATING THE REGISTERED
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is **SEALAND HOLDINGS LLC.**
2. The name and address of the registered agent and office is:

**Michael E. Leach, Esq.
2400 East Commercial Blvd.
Suite 706
Ft. Lauderdale, FL 33308**

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.


Michael E. Leach, Esq.
Registered Agent

Dated: 04.18.03

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