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CODY & HUDSON

PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
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LaDonna J. Cody, P. A.
Attorney at Law

William J. Hudson, P. A.
Attorney at Law

October 2, 2003

Secretary of State
Corporate Division
George Firestone Bldg.
49 E. Gaines Street
Tallahassee, Florida 32399

RE: FANTASEAS UNLIMITED, LLC

To Whom It May Concern:

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

Filing fees	\$100.00
Registered Agent fees	<u>25.00</u>
Total	\$125.00

Please file the original of the enclosed Articles of Organization and date-stamp the copy and return it to the undersigned.

Sincerely,



William J. Hudson, Jr.

WJH/
Enclosures

ARTICLES OF ORGANIZATION

of

FANTASEAS UNLIMITED, LLC

A Florida Limited Liability Company

ARTICLE I

Name

The name of this limited liability company is FANTASEAS UNLIMITED, LLC.

ARTICLE II

Address

The mailing address and street address of the principal office of the limited liability company is 326 Rosa Lee, Fort Myers, FL 33908.

ARTICLE III

Duration

The period of duration for the limited liability company shall be for Thirty (30) years, unless terminated by the unanimous written agreement of all members or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members or by amendment to these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.

ARTICLE IV

Purpose

This LLC is organized to conduct any kind of business permitted under the laws of the State of Florida, the United State of America and each of its states, severally, and in particular to operate a charter boat business.

ARTICLE V

Management

The limited liability company is to be managed by the following managers:

STERLING E. GREEN, JR.

326 Rosa Lee

Fort Myers, FL 33908

CATHERINE D'AGOSTINO

326 Rosa Lee

Fort Myers, FL 33908

ARTICLE VI
Admission of Additional Members

Admission of additional members shall only occur with the written consent of a simple majority of the remaining members.

ARTICLE VII
Members Rights to Continue Business

The remaining members shall have a right to continue the business on the 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 this limited liability company, only if the consent of all the remaining members or by amendment to these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.

ARTICLE VIII
Registered Agent and Office

The name and street address of the registered agent and office of the Limited Liability Company are:

STERLING E. GREEN, JR.
326 Rosa Lee
Fort Myers, FL 33908

IN WITNESS WHEREOF, the undersigned hereto have executed these Articles of Organization this 18th day of September 2003.


STERLING E. GREEN, JR.

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

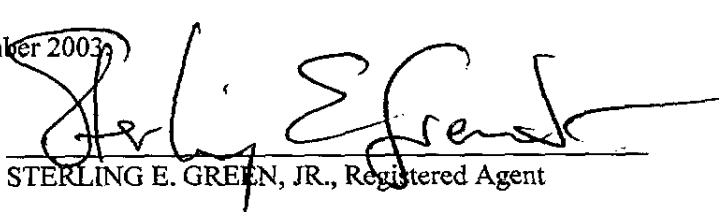
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is FANTASEAS UNLIMITED, LLC
2. The name and address of the registered agent and office are:

STERLING E. GREEN, JR.
326 Rosa Lee
Fort Myers, FL 33908

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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Executed this 18th day of September 2003


STERLING E. GREEN, JR., Registered Agent