

10/14/2003* 14:05

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PAGE 01

Division of Corporations

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L03000039359

Florida Department of State
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Account Name : FLORIDA FILING & SEARCH SERVICES
Account Number : I20000000189
Phone : (850) 668-4318
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LIMITED LIABILITY COMPANY

Sun & Fun Holidays LLC

| | |
|-----------------------|----------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
| Page Count | 03 |
| Estimated Charge | \$155.00 |

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Department of State 10/13/2003 3:22 PAGE 1/1 RightFAX



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 13, 2003

FLORIDA FILING & SEARCH SERVICES

SUBJECT: SUN & FUN HOLIDAYS LLC
REF: W03000029543

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

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) 245-6025.

Trevor Brumbley
Document Specialist

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FAX NO. 3024215753

P. 02

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida Limited Liability Company is:
Sun & Fun Holidays LLC

EFFECTIVE DATE:-

10/13/03

Article II. Address

The Company's street and mailing address is:
Sun & Fun Holidays LLC
1220 North Market Street, Suite 606
Wilmington, DE 19801

Article III. Registered Agent

The name and Street Address of the Company's registered agent is:

Florida Filing & Search Services, Inc.
1333 North Duval Street
Tallahassee, FL 32302

Article IV. 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.

Registered Agents Ltd.
1220 North Market Street, Suite 606
Wilmington, DE 19801
800-441-5940

APPROVED
AND
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JUDICIAL CIRCUIT IN FLORIDA

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Article V. Management

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

Igor Gazin
Jeretova 12,
21000 Split,
Croatia

Article VI. Company Existence

The Company's existence shall begin effective as of October 13, 2003.

The undersigned authorized representative of a member executed these Articles of Organization on October 13, 2003.



Jeff Tindall
Authorized Representative

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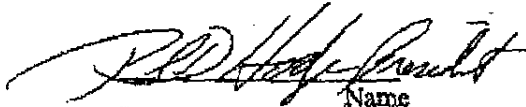
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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

LIMITED LIABILITY COMPANY:
Sun & Fun Holidays LLC

REGISTERED AGENT/OFFICE
Florida Filing & Search Services, Inc.
1333 North Duval Street
Tallahassee, FL 32302

I agree to act as registered agent to accept service of process for the
Limited Liability Company named above at the place designated in this Certificate.
I agree to comply with the provisions for 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.


Name

Date: 10/13/03

Registered Agents Ltd.
1220 North Market Street, Suite 606
Wilmington, DE 19801
800-441-5940

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