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CAPITAL CONNECTION, INC.

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Bimini Charters & Sec

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**ARTICLES OF ORGANIZATION
OF
BIMINI CHARTERS, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY**

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TALLAHASSEE, FLORIDA

ARTICLE 1: NAME

The undersigned, being Members and Organizers of the Limited Liability Company hereby being formed under the Florida Statutes Annotated Sections 608.401 to 608.471, do hereby adopt the following Articles of Organization for the Limited Liability Company:

FIRST: The name of the Limited Liability Company is Bimini Charters, L.L.C.

SECOND: The latest date on which the Limited Liability Company is to dissolve is January 1, 2024.

THIRD: The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with the Florida Statutes Annotated Sections 608.401 to 608.471, including all powers and purposes now and hereafter permitted by law to a limited liability company.

FOURTH: The mailing address and street address of the initial registered office of the Limited Liability Company is 3100 N. Flagler Drive, West Palm Beach, Florida 33401, Palm Beach County, Florida and the name of the initial registered agent of the Limited Liability Company at that address is William Osborne.

FIFTH: The mailing address and principal office of the Limited Liability Company is 3100 N. Flagler Drive, West Palm Beach, FL 33401.

SIXTH: The Limited Liability Company is to be managed by a Managing Member. The name and address of the initial Managing Member is William Osborne, having an address at 3100 N. Flagler Drive, West Palm Beach, Florida 33401.

SEVENTH: The total amount of cash (and a description and agreed value of any property other than cash) contributed to the Limited Liability Company, as capital, by the Members is \$300,000.00. The allocations and distributions of the Limited Liability Company shall be made in proportion to the Members' Percentage Interests.

EIGHTH: Additional capital contributions may be made at such times and in such amounts as may hereafter be agreed by the unanimous vote of the Members. No additional capital contributions have been agreed to by the Members at this time.

NINTH: The membership interests of the Members are evidenced by Certificates of Membership.

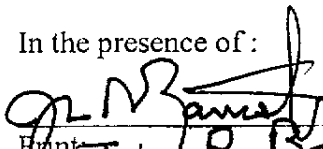
TENTH: The existing Members shall have the right to admit additional Members to the Limited Liability Company, by the unanimous vote or consent of the Members.


ELEVENTH: The remaining Members of the Limited Liability Company, by unanimous vote or consent of the Members (other than the Managing Member who caused the Withdrawal Event), may continue the Limited Liability Company upon 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 the Limited Liability Company.

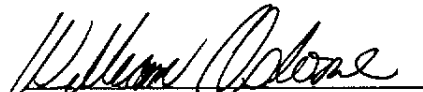
TWELFTH: None of the Members of the Limited Liability Company are liable for payment of any debt, obligation or other liability of the Limited Liability Company.

IN WITNESS WHEREOF, the members have executed and acknowledged theses Articles of Organization on December 5, 2003.

In the presence of:


Print: John R. Banister

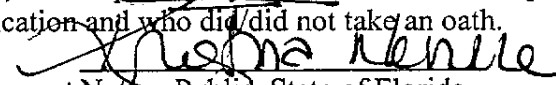

Print: Kristina Neville


WILLIAM OSBORNE
Registered Agent and
Managing Member

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 6th day of Dec, 2003 by William Osborne, who is personally known to me or who produced n/a as identification and who did take an oath.

(NOTARIAL SEAL)


Notary Public, State of Florida
My Commission Expires:



Kristina Neville
Commission # DD215257
Expires June 13, 2007
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