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**W04000015172**

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(((H04000041142 3)))

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**LIMITED LIABILITY COMPANY**

V.B. Cruise Charters, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

DIVISION OF CORPORATION

04 FEB 25 PM 2:38

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*[Signature]*

ARTICLES OF ORGANIZATION  
OF  
V.B. CRUISE CHARTERS, LLC

The undersigned authorized representative of a Member of a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby submit the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company shall be V.B. Cruise Charters, LLC.

ARTICLE II. DURATION

The period of the Company's duration shall commence on the date of filing of these Articles of Organization and shall exist perpetually unless terminated in accordance with the Company's operating agreement.

ARTICLE III. PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. STREET ADDRESS OF PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company shall be:

707 South Washington Boulevard  
Sarasota, Florida 34236

ARTICLE V. REGISTERED AGENT

The name and street address of the initial registered agent of the Company in the State of Florida is:

John E. Tosch, Esq.  
707 South Washington Boulevard  
Sarasota, Florida 34236

SECRETARY OF STATE  
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A written statement as prescribed by the Florida Department of State pursuant to Section 608.413, Florida Statutes, is attached to these Articles of Organization.

#### ARTICLE VI. WITHDRAWAL

In the event of the withdrawal (within the meaning of §608.427, Florida Statutes) of a Member pursuant to the express terms of the operating agreement, the Member shall be entitled to receive only the distributions and other payments expressly provided for in the operating agreement, regardless of whether such distributions and other payments equal the fair value of such withdrawing Member's interest in the Company, as of the date of resignation (within the meaning of §608.427, Florida Statutes) of the Member from the Company.

IN WITNESS WHEREOF, the undersigned authorized representative of the Member has executed these Articles of Organization on this 24 day of February, 2004.

By: 

Vernon G. Buchanan

04 FEB '05 AM 8:15  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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(WED) 2. 25' 04 14:51/ST. 14:49/NO. 4260953955 P. 4

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

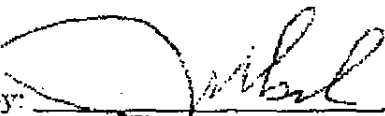
Pursuant to Chapter 608.415, Florida Statutes, or other more applicable statute, the following is submitted:

That V.B. Cruise Charters, LLC desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Organization, at 707 South Washington Boulevard, Sarasota, Florida 34236, has named John E. Tosch, Esq. as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the limited liability company named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Limited Liability Company Act, and am familiar with, and accept, the obligations of that position, as provided in the Florida Limited Liability Company Act.

Dated: February 25, 2004

By:   
John E. Tosch, Esq., Registered Agent

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