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Division of Corporations

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Account Name : FILINGS, INC.
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LIMITED LIABILITY COMPANY

WATER TAXI OF MIAMI, LLC

Certificate of Status	0
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ARTICLES OF ORGANIZATION OF WATER TAXI OF MIAMI, LLC

A Florida Limited Liability Company

The undersigned (the "Member") acting as the organizer and the Member of WATER TAXI OF MIAMI, L.L.C. (The "Company"), under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, adopts the following Articles of Organization:

ARTICLE I NAME

The name of the Limited Liability Company is WATER TAXI OF MIAMI, LLC

ARTICLE II PURPOSE AND POWERS

- A. <u>Purposes</u>. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Florida Statutes, as the same may be amended from time to time.
- B. <u>Powers</u>. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Florida Statutes, as the same may be amended from time to time.

ARTICLE III MAILING ADDRESS, PRINCIPAL OFFICE ADDRESS & DESIGNATION OF REGISTERED AGENT

The principal office and malling address of the corporation is:

1601 79th Street Causeway North Bay Village, Florida 33149

WATER TAXI OF MIAMI, LLC

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The name and Florida street address of WATER TAXI OF MIAMI, LLC's Registered Agent are as follows:

Jeffrey R. Stoll, Esq. Jeffrey R. Stoll, P.A. 888 Southeast 3rd Avenue Suite 400 Ft. Lauderdale, Florida 33301

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 as provided for in Chapter 608, Florida Statutes.

Registered Agent

ARTICLE IV

The Company's existence shall commence upon the acceptance of these Articles of Organization by the Secretary of State, and it shall exist perpetually thereafter unless dissolved according to law.

ARTICLE V MANAGEMENT

The Company and its business and affairs shall be managed by the members of the Company. The members shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Florida Statutes, as the same may be amended from time to time, and as further provided in the Operating Agreement of the Company

The Managing Member of the Company is Frederic Puren, 2095 Northeast 120th Road. North Mianti, Florida 33181

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WATER TAXI OF MIAMI, LLC

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ARTICLE VI ADDITION OF ADDITIONAL MEMBERS

The Company shall admit new members only upon the unanimous written consent of all of the then existing members of the Company.

ARTICLE VII CONTINUATION OF BUSINESS

Except as required by law, the Company shall not be dissolved upon the death, retirement, resignation, expulsion, or bankruptcy of a member.

ARTICLE VIII AMENDMENTS

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the unanimous written approval by all members of the Company.

Dated: April 12, 2004

Frederic Puren

As Managing Member of Water Taxi of Miami, LLC

(In accordance with section 608.405(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penaltics of perjury that the facts stated herein are true.)