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Division of Corporations

FAX NO.

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : EMMANUEL SHEPPARD & CONDON
Account Number : 072720000035
Phone : (850) 433-6581
Fax Number : (850) 434-7163

LIMITED LIABILITY COMPANY

TRANSPORT MARITIME EXPRESS, LLC

Certificate of Status	0
Certified Copy	1
Page Count	20 4
Estimated Charge	\$155.00

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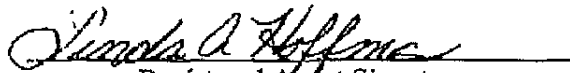
**ARTICLES OF ORGANIZATION
OF
TRANSPORT MARITIME EXPRESS, LLC**

The undersigned person having capacity to contract and acting as organizer of a limited liability company under Chapter 608 of Florida Statutes, (the "Statutes") adopts the following articles of organization for such company:

1. The name of the limited liability company is TRANSPORT MARITIME EXPRESS, LLC ("Company").
2. The complete address of the Company's principal executive office is 700 South Myrick Street, Pensacola, Florida 32505.
3. The name, Florida Street address, and signature of the registered agent is:

Linda Hoffman
Emmanuel Sheppard & Condon
30 South Spring Street
Pensacola, Florida 32502

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 Signature

4. The name and address of the Managers of the company are as follows:
 - a. Chris Long, 700 South Myrick Street, Pensacola, Florida 32505
 - b. Nick Manzi, 700 South Myrick Street, Pensacola, Florida 32505
5. The name and address of the organizer is Chris Long, 700 South Myrick Street, Pensacola, Florida 32505.
6. (a) To the maximum extent permitted by law, subject to the limitations contained in this paragraph 6 and the Operating Agreement, this Company shall indemnify and advance expenses to any person, his heirs, executors and administrators, for the defense of any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative or investigative and whether formal or informal, including counsel fees

Michael T. Evangelisti
Farris Mathews Branan, et al
1100 Ridgeway Loop Road, Suite 400
Memphis, TN 38120
(901) 259-7120
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actually incurred as a result of such proceeding or action or any appeal thereof, and against all fines (including any excise tax assessed with respect to an employee benefit plan), judgments and amounts paid in settlement thereof, provided that such action or proceeding be instituted by reason of the fact that such person is or was a member or manager of this Company, notwithstanding the person not being a responsible person as defined in Section 607.0850(1)(2) of the Statutes.

(b) This Company may, at the discretion of the members and, to the extent permitted by the provisions of Section 607.0850(1)(2) et seq. of the Statutes, as amended from time to time, indemnify and advance expenses to any person, his heirs, executors and administrators, to the same extent as set forth in paragraph 6(a) above, provided that the underlying proceeding or action be instituted by reason of the fact that such person is or was an employee or agent of this Company, and may also indemnify and advance expenses to such person to the extent, consistent with public policy, determined by the members.

(c) The rights to indemnification and advancement of expenses set forth in paragraphs 6(a) and 6(b) are intended to be greater than those which are otherwise provided for in the Act, are contractual between the Company and the person being indemnified, his heirs, executors and administrators, and, with respect to paragraph 6(a), are mandatory, notwithstanding a person's failure to meet the standard of conduct required for permissive indemnification under the Act, as amended from time to time. The rights to indemnification and advancement of expenses set forth in paragraphs 6(a) and 6(b) are nonexclusive of other similar rights which may be granted by law, these Articles of Organization, the Operating Agreement, or in a resolution of members of the Company, or an agreement with the Company, which means of indemnification and advancement of expenses are hereby specifically authorized.

(d) Any repeal or modification of the provisions of this paragraph 6, either directly or by the adoption of an inconsistent provision of these Articles of Organization, shall not adversely affect any right or protection set forth herein existing in favor of a particular individual at the time of such repeal or modification. In addition, if an amendment to the Act limits or restricts in any way the indemnification rights permitted by law as of the date hereof, such amendment shall apply only to the extent mandated by law and only to activities of persons subject to indemnification under this paragraph 6 which occur subsequent to effective date of such amendment.

7. The Company will issue both Class A and Class B membership interests in accordance with the Company's Operating Agreement.
8. The Company shall have all of the powers of a limited liability company that are set out in the Act.

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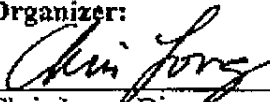
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Dated: July 12, 2004

Organizer:



Chris Long, Director

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