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To:

Division of Corporations

Fax Number : (850)205-0383

From:

Account Name : FLORIDA INCORPORATORS, INC.

Account Number: 075350000473 Phone: (305)379-7907

Phone : (305)379-7907 Fax Number : (305)402-3141

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VISION OF CORPORATION

LIMITED LIABILITY COMPANY

Ruby Cruises, LLC

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ARTICLES OF ORGANIZATION FOR

Ruby Cruises, LLC

A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Ruby Cruises, LLC

ARTICLE II - Mailing and Street Address:

The mailing and street address of the Limited Liability ∞ Company is:

Ruby Cruise*, LLC 2500 Winding Creek Blvd. H103 Clearwater, FL 33761

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

30 years

FLORIDA TNCORPORATORS, INC. 8875 Hidden River Pkwy, Ste 300 1 Tampa, FL 33637 (813) 632-7882

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ARTICLE IV - Management:

The Limited Liability Company is to be managed by its members who shall be empowered to act on behalf of the Limited Liability Company, and the names and addresses of the Managing Members are:

Gregory Bilskis 2500 Winding Creek Blvd. H103 Clearwater, FL 33761 Managing Member

Therese Neade 2500 Winding Creek Blvd. H103 Clearwater, FL 33761-4324 Managing Member

ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

The remaining members may admit additional members upon the majority vote of the remaining members consenting to the admission of the additional member.

ARTICLE VI - Members Rights to Continue Business:

The right of the remaining members of the limited liability company to continue the business on 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 shall be:

The remaining members have the right to continue the business on the death, retirement, resignation,

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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 upon the majority vote of the remaining members.

ARTICLE VII - Registered Agent:

The initial registered agent and registered office of the limited liability company shall be:

Gregory Bilskis 2500 Winding Creek Blvd. H103 Clearwater, FL 33761

DATED: August 18, 2004

Gřegory Bilskis

Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

I hereby declare I am familiar with and accept the duties and responsibilities as registered agent of the limited liability company.

Gragory Bilskis