

L04000063426

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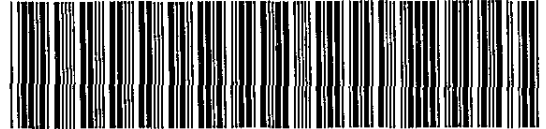
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DEPT. OF REVENUE
DIVISION OF CORPORATE REGISTRATION
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 864497 7015A

AUTHORIZATION :

Patricia Piquero

COST LIMIT : \$ 125.00

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SECRETARY OF STATE

ORDER DATE : August 26, 2004

ORDER TIME : 3:15 PM

ORDER NO. : 864497-005

CUSTOMER NO: 7015A

CUSTOMER: Ms. Laura Lewis
J. Walter Mccrory, Pa

Suite 200
1512 E. Broward Boulevard
Ft. Lauderdale, FL 33301

DOMESTIC FILING

NAME: SJM MANAGEMENT, L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 2935

EXAMINER'S INITIALS: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
SJM MANAGEMENT, L.C.**

I, the undersigned, acting as the organizer of a limited liability company pursuant to the Florida Limited Liability Company Act (the "Act"), certify the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is SJM Management, L.C. (the "Company").

ARTICLE II. DURATION

The term of the Company's duration is perpetual.

ARTICLE III. ADDRESS

The mailing address and the street address of the principal office of the Company is:

1512 East Broward Boulevard
Suite 200
Fort Lauderdale, FL 33301

ARTICLE IV. REGISTERED AGENT

The name and street address of the Company's initial registered agent is as follows:

J. Walter Mccrory
1512 East Broward Boulevard
Suite 200
Fort Lauderdale, FL 33301

Registered agent's acceptance is attached hereto as Exhibit "A".

ARTICLES OF ORGANIZATION

ARTICLE V. MANAGEMENT

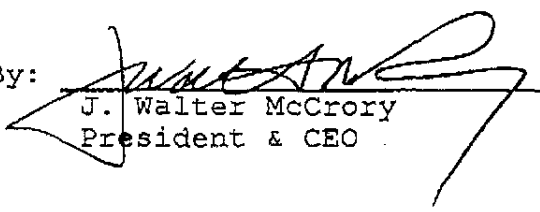
The management of the Company is reserved to the members of the Company. The name and address of the initial member of the Company is as follows:

International Marinas, L.C.
1512 East Broward Boulevard
Suite 200
Fort Lauderdale, FL 33301

DATED this 24 day of August 2004.

INTERNATIONAL MARINAS, L.C.
Member

By:


J. Walter McCrory
President & CEO

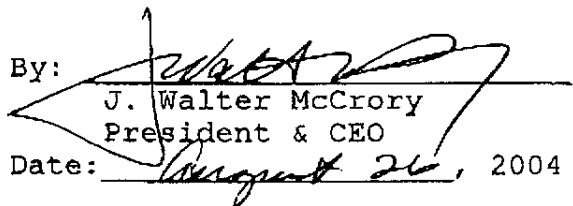
**CERTIFICATE DESIGNATING PLACE OF BUSINESS,
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Florida Statutes, Chapter 48 the following is submitted:

First, that International Marinas, L.C., desiring to organize a limited liability company under the laws of the State of Florida, with its principal place of business at City of Fort Lauderdale, State of Florida, has named J. Walter McCrory, located at 1512 East Broward Boulevard, Suite 200, Fort Lauderdale, FL 33301, as its agent to accept service of process within Florida.

INTERNATIONAL MARINAS, L.C.
Member

By:


J. Walter McCrory
President & CEO

Date: August 26, 2004

Having been named to accept service of process for the above stated limited liability company, at the place designated in this Certificate, I hereby agree to act in this capacity, and I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


J. Walter McCrory

Date: August 26, 2004