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ROBERT S. THURLOW, P.A.
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ASSISTANTS:
JANE MYERS: FAMILY & CIVIL
DIANE EYRE: ESTATES & PROPERTY
MARJORIE THURLOW: CLIENT SERVICES
GLENDA SNELL: ACCOUNTING

October 27, 2004

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FL Secretary of State
Attn: Registration Section
P.O. Box 6327
Tallahassee, FL 32314

RE: WATERSCAPE INSHORE FISHING CHARTER, LLC

Dear Sir/Madam:

Enclosed are the following:

1. Articles of Organization of **WATERSCAPE INSHORE FISHING CHARTER, LLC** and one copy
2. Acceptance of Appointment as Registered Agent and one copy
3. \$125.00 filing fee

Please process this new entity and return a time stamped copy for my files.

Thank you for your assistance with this request. Should you have any questions, please do not hesitate to contact me.

Very truly yours,



Robert S. Thurlow

RST:jkm
Enclosures
cf: Client(s)

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

**ARTICLES OF ORGANIZATION
OF
WATERSCAPE INSHORE FISHING CHARTER, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be **WATERSCAPE INSHORE FISHING CHARTER, LLC** ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 187 Hibiscus Road, Edgewater, Florida 32141 and 187 Hibiscus Road, Edgewater, Florida 32141 respectively.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is **JAMES P. DOOLIN III**, 187 Hibiscus Road, Edgewater, Florida 32141.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute equally to the capital of the company in cash or property.

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII -- TERMINATION OF EXISTENCE

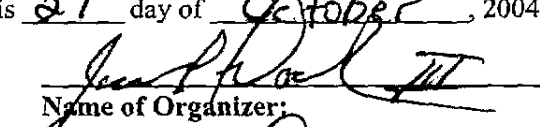
The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members.

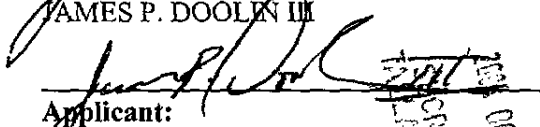
ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are:

NAME	ADDRESS
JAMES P. DOOLIN III	187 Hibiscus Road, Edgewater, Florida 32141.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at New Smyrna Beach, Florida, on this 27 day of October, 2004.



Name of Organizer:
JAMES P. DOOLIN III


Applicant:
JAMES P. DOOLIN III

STATE OF FLORIDA
COUNTY OF VOLUSIA

Sworn to (or affirmed) and subscribed before me this 27 day of October, 2004 by
JAMES P. DOOLIN III

Personally Known _____ or Produced FL Driver License
as Identification


Notary Public -- State of Florida




Jane K. Myers
MY COMMISSION # DD232566 EXPIRES
October 27, 2007
BONDED THRU TROY FAIN INSURANCE, INC.

Print, Type, or Stamp
Commissioned Name of Notary Public

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of **WATERSCAPE INSHORE FISHING CHARTER, LLC**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Name: **JAMES P. DOOLIN III**
Registered Agent

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TALLAHASSEE, FL 32301