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FROM-LOZIER THAMES FRAZIER P.A.

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Florida Department of State  
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LIMITED LIABILITY COMPANY

FLAGSHIP TOWING, L.L.C.

SECRETARY OF STATE  
TALLAHASSEE, FL  
2004 NOV 19 A 10:28

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11/19/04

**ARTICLES OF ORGANIZATION  
OF  
FLAGSHIP TOWING, L.L.C.**

The undersigned, being authorized to execute and file these Articles on behalf of the members for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, does hereby certify and adopt these Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company shall be "FLAGSHIP TOWING, L.L.C." ("Company").

**ARTICLE II - ADDRESS**

The mailing address of the principal office of the Company shall be 24 West Chase Street, Pensacola, Florida, 32502 and the street address of the principal office of the Company shall be 24 West Chase Street, Pensacola, 32502.

**ARTICLE III - DURATION**

The Company shall commence on the date of filing these Articles of Organization with the Florida Department of State and 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 Lozier, Thames & Frazier, P.A., 24 West Chase Street, Pensacola, Florida 32502.

**ARTICLE V - CAPITAL CONTRIBUTIONS**

The cash and/or property contributed to the Company by its members and the members' obligations to make additional contributions to the Company shall be as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

**ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS**

Additional members may not be admitted except as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members. Members' interests in the Company may not be transferred except as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

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**ARTICLE VII - MEMBERS' RIGHTS TO CONTINUE BUSINESS**

Upon the death, retirement, resignation, expulsion, bankruptcy, withdrawal, or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members of the Company shall have the right to continue the business of the Company as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

**ARTICLE VIII - MANAGEMENT**

The Company shall be member-managed in accordance with the Operating Agreement of the Company as adopted and agreed upon by the members.

**ARTICLE IX - AMENDMENT**

These Articles of Organization and the Operating Agreement of the Company may be amended from time to time as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.


IN WITNESS WHEREOF, the undersigned hereby acknowledges and executes these Articles of Organization on behalf of and as an authorized representative of the members and of the Company.



KERRY ANNE SCHULTZ, Organizer

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

Sworn to and subscribed before me this 19<sup>th</sup> day of November 2004, by  
Kerry Anne Schultz who (X) is personally known to me or who ( ) has produced  
\_\_\_\_\_ as identification and who did not take an oath.

  
NOTARY PUBLIC  
Commission No. \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_



Linda M. Jarvis  
MY COMMISSION # DD111178 EXPIRES  
April 22, 2006  
SONILU THRU PROXY INSURANCE INC

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**ACCEPTANCE OF DESIGNATION AS  
RESIDENT AGENT**

Lozier, Thames, & Frazier, P.A., the designated resident agent of FLAGSHIP TOWING, L.L.C., do hereby certify that its address is 24 West Chase Street, Pensacola, Florida 32501, do hereby accept the designation and appointment as resident agent of FLAGSHIP TOWING, L.L.C., a Florida Limited Liability Company, and am familiar with and accept the duties and obligations of registered agent.

Dated this 19<sup>th</sup> day of November, 2004.

LOZIER, THAMES & FRAZIER, P.A.

By: [Signature]

Its: [Signature]

**STATE OF FLORIDA  
COUNTY OF ESCAMBLA**

The foregoing instrument was acknowledged before me this 19<sup>th</sup> day of November, 2004, by Daniel B. Lozier who (X) is personally known to me or who ( ) has produced a driver's license as identification and has taken an oath.

Linda M. Jarvis  
**NOTARY PUBLIC**

Commission No.                     

My Commission Expires:                     



Linda M. Jarvis  
MY COMMISSION # DD111178 EXPIRES  
April 22, 2006  
BONDED THRU TUDY FARM INSURANCE, INC.

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