

L05000046651

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(City/State/Zip/Phone #)

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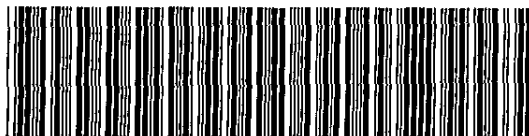
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5/10/05

Requestor's Name

Address

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CORPORATION(S) NAME

Exotic Reef, LLC

☐ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☒ Other LLC

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☐ Certified Copy

☐ Photo Copies

☒ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

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☐ Will Wait

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Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W P Verifier



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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

EXOTIC REEF, 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 **EXOTIC REEF, LLC**, (the "Company").

ARTICLE II PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company shall be 352 Tall Pines Road, Suite A, West Palm Beach, Florida 33413.

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, unless the Company is earlier dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the Members.

ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company in the state of Florida is Raymond A. Manucy, 352 Tall Pines Road, Suite A, West Palm Beach,

Florida 33413.

ARTICLE V POWERS

In addition to the powers authorized by the laws of the State of Florida, the Company shall have all powers set forth in the Operating Agreement adopted by the Members.

ARTICLE VI MEMBERS RIGHT TO CONTINUE BUSINESS

The remaining Members may continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member on the occurrence of any other event which terminates the continued Membership of a member in accordance with the Operating Agreement adopted by the Members.

ARTICLE VII ADMISSION OF NEW MEMBERS

Except as set forth in the Operating Agreement, no additional Members shall be admitted to the Company except with the written consent of the majority-in-interest of the Members of the Company and on such terms and conditions as shall be determined by the majority-in-interest of the Members. A member's interest in the Company may not be sold or otherwise transferred except with the written consent of the majority-in-interest of the Members or as otherwise set forth in the Operating Agreement of the Company.

ARTICLE VIII MANAGEMENT

The Company shall be a member-managed Company, managed by one (1) manager in accordance with the Operating Agreement regulations adopted by the Members for the management of the business and affairs of the Company. The Operating Agreement 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 name and address of the initial manager of the Company is:

Raymond A. Manucy
352 Tall Pines Road, Suite A
West Palm Beach, Florida 33413

**ARTICLE IX
AMENDMENTS**

The power to adopt, alter, amend or repeal these Articles of Organization shall be vested in the Members and shall be consistent with the Florida Limited Liability Company Act and the Operating Agreement.

**ARTICLE X
EFFECTIVE DATE AND TIME**

The effective date and time of the commencement of Company's existence shall be upon filing of these Articles of Organization.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Wellington, Florida, on the 9th day of May, 2005.


RAYMOND A. MANUCY

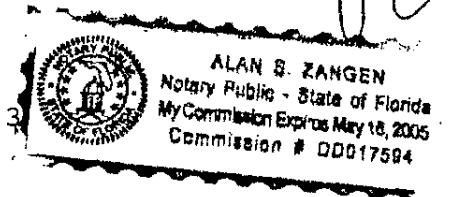
STATE OF FLORIDA
COUNTY OF PALM BEACH

Sworn to and subscribed before me this 9th day of May, 2005, by RAYMOND A. MANUCY, who

[X] is personally known to me, or
[] produced _____ as identification.


(Notary Signature)

(Printed Name & Commission Expiration Date)



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

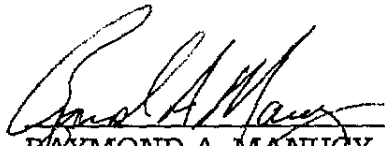
Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the limited liability company is **EXOTIC REEF, L.L.C.**
2. The name and address of the registered agent and office is:

RAYMOND A. MANUCY
352 Tall Pines Road, Suite A
West Palm Beach, FL 33413

The undersigned, being the person named in the articles of organization of EXOTIC REEF, L.L.C., 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.

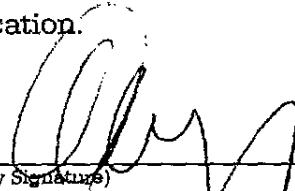

Dated this 4th day of May, 2005.


RAYMOND A. MANUCY
Registered Agent

STATE OF FLORIDA
COUNTY OF PALM BEACH

Sworn to and subscribed before me this 4th day of May, 2005, by RAYMOND A. MANUCY, who

[x] is personally known to me, OR
[] produced _____ as identification.


(Notary Signature)
ALAN S. ZANGEN
Notary Public - State of Florida
 (Commission Expiration Stamp)
Commission # 00017594