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LAW OFFICES OF RAYMOND J. SKELTON, P.A.

3349 N. University Drive, Suite #6
Hollywood, Florida 33024
Telephone: (954) 430-9005
Telecopier: (954) 430-3010

Registration Section
Division of Incorporations
P.O. Box 6327
Tallahassee, Florida 32314

05/2/2005

RE: FISHING ADVENTURE CHARTERS, LLC

People:

Enclosed are the following documents to be filed with your office:

1. Articles of Organization - Two Originals;
2. Forms for acceptance as Registered Agent - Two Originals;
3. Check payable to the Secretary of State for \$125.00;

Please return the stamped articles and registered agent form to my office at the address listed above.
Certified copies of the Articles are **not** required. Thank-you for your assistance.

Very truly yours,



Ray Skelton, CPA
Attorney at Law

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
FISHING ADVENTURE CHARTERS, LLC**

The undersigned hereby acknowledge that we have associated ourselves together for the purpose of becoming a Florida Limited Liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608 and other applicable laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further make and file the following Articles of Organization to serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I - NAME

The name of this limited liability company shall be FISHING ADVENTURE CHARTERS, LLC.

ARTICLE II - PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the company shall be 15634 N.W. 14TH Court, Pembroke Pines Florida 33028, but the company shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE III - REGISTERED OFFICE AND AGENT

The address of the initial registered agent is 3349 N. University Drive - Suite 6, Hollywood, Florida 33024, and the name of the initial registered agent at that address is Raymond J. Skelton, CPA, Attorney at Law.

ARTICLE IV - DURATION

As permitted by Florida Statute, this company shall commence its existence within five business days prior to the date these articles of organization are filed with the Florida Department of State. The company's existence shall be perpetual except that the death, resignation, expulsion, bankruptcy, or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member, shall terminate the existence of this company, unless the business of the company is continued by a unanimous vote of all remaining members. The members may also unanimously agree to dissolve & liquidate the company at any time.

ARTICLE V - MANAGEMENT

The Company shall be managed by the members. Regulations may be adopted to guide management of the affairs of the company not inconsistent with these Articles. The power to adopt, alter, amend, or repeal any regulations shall be vested in the members of the company by majority vote.

The names and addresses of the managing members of the Company are:

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STATE
TALLAHASSEE

A. Pier Milito
15634 N.W. 14th Court
Pembroke Pines, Florida 33028

ARTICLE VI - PURPOSES & POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the company is authorized to engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting this limited liability company to carry on any business, exercise any power, or do any act which a Florida limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE VII - EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of the members of this limited liability company. This Article may be amended by regulations of the limited liability company by unanimous vote of the members of the company.

In Witness Whereof, the undersigned subscribes to these Articles of Organization on this 2nd day of May, 2005 in Broward County, Florida.

 _____;

Raymond J. Skelton, as authorized representative
of a member;

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

I, RAYMOND J. SKELTON

the under signed, having been designated as Registered Agent in the above and foregoing Articles of Organization of

FISHING ADVENTURE CHARTERS,LLC.

do hereby accept such designation and agree to comply with the laws of the State of Florida relative thereto. I further agree to the proper and complete performance of my duties as a registered agent, and represent that I am familiar with and accept the obligations of my position as provided in Chapter 608, F.S.

By: Raymond J. Skelton

Raymond J. Skelton
Registered Agent

3349 N. University Drive-Suite 6

Hollywood, FL 33024

Address

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA