

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L05000053747
FILED 8:00 AM
May 31, 2005
Sec. Of State
jbryan

Article I

The name of the Limited Liability Company is:

WHAT'S UP DOCKS LLC

Article II

The street address of the principal office of the Limited Liability Company is:

PO BOX - 1556
MELBOURNE, FL. US 32902

The mailing address of the Limited Liability Company is:

PO BOX - 1556
MELBOURNE, FL. US 32902

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

FRANK BRUNN
407 EAST NEW HAVEN AVENUE
MELBOURNE, FL. 329014507

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature: FRANK BRUNN

Article V

The name and address of managing members/managers are:

Title: MGR
MARK DEFINO
PO BOX - 1556
MELBOURNE, FL. 32902 US

L05000053747
FILED 8:00 AM
May 31, 2005
Sec. Of State
jbryan

Signature of member or an authorized representative of a member

Signature: FRANK BRUNN