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(Requestor's Name)

SACHER, MARTINI & SACHER, P.A.

2655 Leleune Road, Suite 1101 Coral Gables, Florida 33134

(City/State/Zip/Phone #)

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TALLAHASSEE, FLORIDA

JUN - 2 2005

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Nancy A. Richman
OF COUNSEL
Martin E. Segal, P.A.

May 23, 2005

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: SMOOTH WATERS, L.L.C.
Our File No. 4434-6

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Dear Sir/Madam:

On behalf of the above-referenced limited liability company, I enclose herewith an original of the fully executed and notarized Articles of Organization, together with our firm check in the amount of \$155.00.

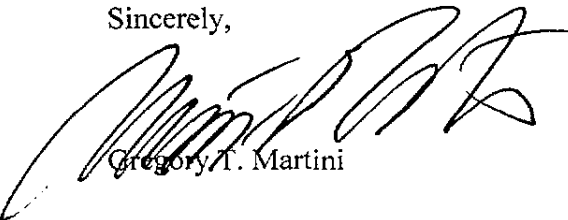
Please cause the original copy of the Articles of Organization to be filed among the corporate records of the State of Florida. Please return a certified copy to the undersigned.

The check enclosed herein is in payment of the following fees or charges:

Filing Fee	\$100.00
Certified Copy Fee	30.00
Registered Agent Fee	<u>25.00</u>
TOTAL	\$155.00

Thank you for your attention to this matter.

Sincerely,



Gregory T. Martini

GTM/rnr
Enclosures

cc: Mr. Michael E. Moran

**ARTICLES OF ORGANIZATION
OF
SMOOTH WATERS, L.L.C.**

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The undersigned, desiring to form a Limited Liability Company under and pursuant to §608.405, Florida Statutes, does hereby certify as follows:

- FIRST:** The name of said limited liability company shall be SMOOTH WATERS, L.L.C.
- SECOND:** SMOOTH WATERS, L.L.C. shall exist in perpetuity.
- THIRD:** Copies of the Operating Agreement of SMOOTH WATERS, L.L.C. may be obtained from the Manager at 6373 S.W. 87th Lane, Miami, FL 33143, which is the place in the State of Florida where the principal office of the limited liability company is located. The mailing address of SMOOTH WATERS, L.L.C. shall be 6373 S.W. 87th Lane, Miami, FL 33143.
- FOURTH:** The purposes for which SMOOTH WATERS, L.L.C. is formed are to engage in such lawful acts or activities for which limited liability companies may be formed under Section 608.405, Florida Statutes.
- FIFTH:** The maximum number of ownership units which SMOOTH WATERS, L.L.C. is authorized to have outstanding is one thousand (1000), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator.
- SIXTH:** That, SMOOTH WATERS, L.L.C. desiring to organize under the laws of the State of Florida as a limited liability company has designated its initial registered office at 2655 LeJeune Road, Suite 1101, Miami-Dade County, Coral Gables, Florida, 33134 and has named GREGORY T. MARTINI as its initial registered agent who is located at such address.
- SEVENTH:** The name and street address of the subscriber to these Articles of Organization of SMOOTH WATERS, L.L.C. is as follows:

<u>NAME</u>	<u>ADDRESS</u>
MICHAEL E. MORAN	6373 S.W. 87 th Lane Miami, Florida 33143
LOUIS CHIAVACCI	9055 S.W. 56 th Court (Snapper Creek Road) Coral Gables, FL 33156

- EIGHTH:** The business of this limited liability company shall be conducted by Managers who shall be elected by the Members, who shall be elected in

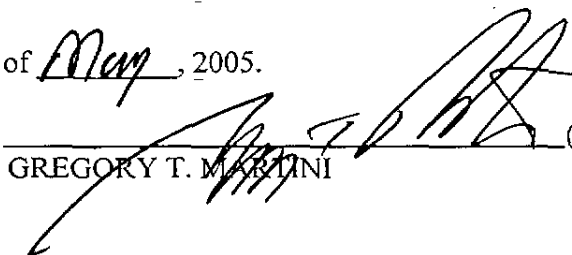
accordance with the Operating Agreement.

The name and street address of the initial Managers, who shall hold office for the first year of its existence or until his successor or successors are elected and qualified, are as follows:

NAME	ADDRESS
MICHAEL E. MORAN	6373 S.W. 87 th Lane Miami, Florida 33143
LOUIS CHIAVACCI	9055 S.W. 56 th Court (Snapper Creek Road) Coral Gables, FL 33156

In accordance with the provisions of §608.409, the effective date of existence is specified to be 5/23, 2005, so long as these Articles of Organization are filed with the Secretary of State within five (5) business days of this date.

WITNESS my hand and seal this 23 day of May, 2005.




GREGORY T. MARTINI

(SEAL)

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE) SS:

BEFORE ME, the undersigned authority, personally appeared GREGORY T. MARTINI, to me well known to be the person described in and who executed and subscribed to the foregoing Articles of Organization, and he acknowledged before me that she executed and subscribed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Coral Gables, in said County and State, this 23 day of May, 2005.



Notary Public, State of Florida at Large

My commission expires:

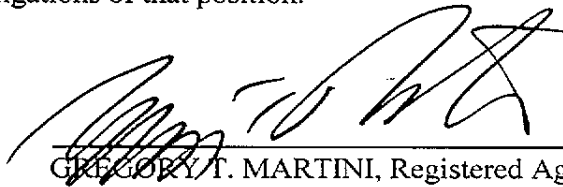


Rosalie N. Roberts
Commission #DD285177
Expires: Jan 26, 2008
Bonded Thru
Atlantic Bonding Co., Inc.

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TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept Service of Process for SMOOTH WATERS, L.L.C., at the place designated in Section SIXTH of the attached Articles of Organization, I hereby acknowledge that I am familiar with and accept the obligations of that position.

 (SEAL)
GREGORY T. MARTINI, Registered Agent

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TALLAHASSEE, FLORIDA