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J. BRYAN JUN 22 2006

ALEXANDER LAW FIRM, LLC

19 Old Mission Avenue • St. Augustine, Florida 32084

Telephone: (904) 824-9788
Facsimile: (904) 824-6902
Email: lawyer@aug.com

J. Stephen Alexander, Esquire
Daniel A. Mowrey, Esquire

June 15, 2006

Registration Section
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: REEL EQUITY CHARTERS, LLC

TO WHOM IT MAY CONCERN:

The enclosed Article of Organization and fee are submitted for filing:

Please return all correspondence concerning this matter to the following:

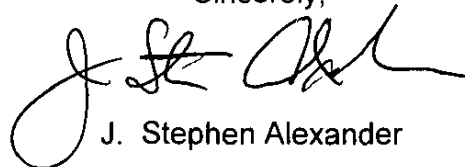
J. STEPHEN ALEXANDER, ESQUIRE
19 Old Mission Avenue
St. Augustine, Florida 32084

For further information concerning this matter, please call:

J. STEPHEN ALEXANDER, ESQUIRE at (904) 824-9788.

Thank you for your attention.

Sincerely,



J. Stephen Alexander

JSA/tea
enclosures- check

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I

The name of the Limited Liability Company is:
REEL EQUITY CHARTERS, LLC

ARTICLE II

The street address of the principle office of the Limited Liability Company is:
4051 New Hampshire Road
Elkton, Florida 32033

The mailing address of the Limited Liability Company is:
4051 New Hampshire Road
Elkton, Florida 32033

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ARTICLE III

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

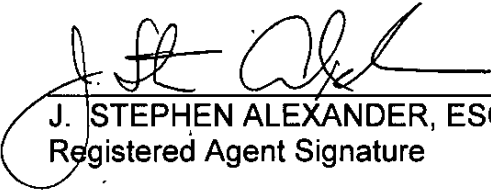
ANY AND ALL LAWFUL BUSINESS INCLUDING BUT NOT LIMITED TO
THE OPERATION OF CHARTER FISHING VESSELS, THE OPERATION OF A
MASTER OR MOTOR VESSEL OF NOT MORE THAN ONE HUNDRED (100)
REGISTERED TONS (DOMESTIC TONNAGE) UPON NEAR COASTAL WATERS,
AND ASSISTANCE IN COMMERCIAL TOWING.

ARTICLE IV

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

J. STEPHEN ALEXANDER, ESQUIRE
19 Old Mission Avenue
St. Augustine, Florida 32084

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 relation to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


J. STEPHEN ALEXANDER, ESQUIRE
Registered Agent Signature


ARTICLE V

The name and address of the managing members/managers are:

Title: Managing Member
Name: MICHAEL B. LIEBAL
Address: 4051 New Hampshire Road
Elkton, Florida 32033

Title: Managing Member
Name: TANYA M. LIEBAL
Address: 4051 New Hampshire Road
Elkton, Florida 32033

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


MICHAEL B. LIEBAL
Signature of a Member

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