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(((H06000233551 3)))



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: UPCHURCH, BAILRY & UPCHURCH, P.A.

Account Number : 075350000207

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ELORIDA/FOREIGN LIMITED LIABILITY CO.

October Marine, LLC

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Audit # H06000233551

ARTICLES OF ORGANIZATION OF OCTOBER MARINE, LLC

The undersigned adopts the following Articles of Organization for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act.

ARTICLE I

Name

The name of the limited liability company (the "Company") is October Marine, LLC.

ARTICLE II Principal Office

The street address and mailing address of the principal office of the Company is 999 Anastasia Boulevard, St. Augustine, Florida 32080...

ARTICLE III Term of Existence

The Company is to exist perpetually.

ARTICLE IV <u>Initial Registered Office and Registered Agent</u>

The street address of the initial registered office of the Company is 999 Anastasia Boulevard, St. Augustine, Florida 32080, and the name of the registered agent for service of process at that address is David C. Drysdale.

be:

Audit # H06000233551

ARTICLE V

Admission of New Members

The members shall have such rights to admit new members as provided in the Operating Agreement.

· ARTICLE VI

Continuity of Business

The members shall have such rights to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member as may be provided in the Operating Agreement.

ARTICLE VII

Management

The Company shall be a manager managed company. The initial manager(s) shall

NAME

ADDRESS

David C. Drysdale

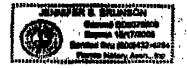
999 Anastasia Boulevard St. Augustine, Plorida 32080

David C. Drysdale

Audit # H06000233551.3

STATE OF FLORIDA COUNTY OF ST.JOHNS

THE FOREGOING instrument was acknowledged before me this ______day of September, 2006, by David C. Drysdale, who (_____) is personally known to me or (_____) has produced a valid driver's license as identification.



Motary Public

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

David C. Drysdale