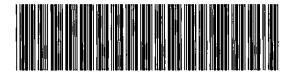
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Pelagos Offs	shore Logis	tics, LLC	OT JAN 25 PH
			Art of Inc. File LTD Partnership File Foreign Corp. File L.C. File Fictitious Name File Trade/Service Mark Merger File Art. of Amend. File RA Resignation Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy Photo Copy Certificate of Good Standing Certificate of Fictitious Name Corp Record Search Officer Search
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		UCC 11 Search	
Name Date		Time	UCC 11 Retrieval
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ARTICLES OF ORGANIZATION OF PELAGOS OFFSHORE LOGISTICS LLC

A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is: Pelagos Offshore Logistics LLC

ARTICLE II - Address

The mailing address and street address of the principal office of the Limited Liability Company is: 15001 SW 71 ST Court, Miami, Florida 33158

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature

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

Capital Connection, Inc.

417 E. Virginia St., Suite 1

Tallahassee, FL 32303

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 as provided for in Chapter 608, F.S.

Capital Connection, Inc.

Registered Agent's Signature

ARTICLE IV- Manager(s) or Managing Member(s):

The Limited Liability Company is to be managed by one or more managers appointed by the Members and is, therefore, a manager managed company.

The name and address of the Manager of the Company is as follows:

Stephen T. Leonard, Manager 15001 SW 71 St Court, Miami Florida 33158

ARTICLE V- Liability of Members

No Members of the Company are to be liable in their capacity as Members for any debts, obligations or liabilities of the Company.

ARTICLE VI- Indemnification

The Company shall have the power to indemnify, to the fullest extent permitted by the New York Limited Liability Company Law, as amended from time to time, all persons whom it is permitted to indemnify pursuant thereto.

IN WITNESS WHEREOF, these Articles of Organization have been subscribed this 22nd day of January 2007 by the undersigned who affirms that the statements made herein are true under the penalties of perjury.

Stephen T. Leonard