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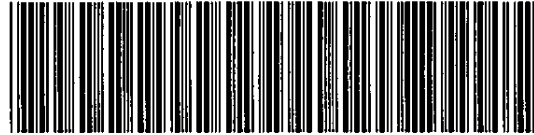
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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 19, 2006

BLUEWATER REEF TANKS, LLC
P.O. BOX 2611
ORMOND BEACH, FL 32175-2611

SUBJECT: BLUEWATER REEF TANKS, LLC
Ref. Number: W06000045974

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TALLAHASSEE, FLORIDA

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We have received your document for BLUEWATER REEF TANKS, LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt
Document Specialist

Letter Number: 906A00062371

Articles of Organization OF
Bluewater Reef Tanks, LLC Limited Liability Company

KNOW ALL MEN BY THESE PRESENTS: That I, Eric A Griesdorf, desiring to form a limited liability company for the purposes set forth herein and in conformance with the Florida Limited Liability Company Act, do establish:

1. Company Name. That the name of the limited liability company is Bluewater Reef Tanks, Limited Liability Company.

2. Duration. That the period of duration of this limited liability company is thirty years from the date of filing hereof with the Florida, unless sooner dissolved as provided by Florida law.

3. Purpose. That the purpose for which this limited liability company is organized is primarily to sell and service saltwater aquariums, and other goods and services that are permitted by law, within and without the Florida as the laws of Florida and other states permit.

4. Principal Place of Business. That the address of its principal place of business is

116 N Nova Road

Ormond Beach, FL 32174

5. Registered Agent and Office. That the name of its registered agent, whose Consent to Appointment as Registered Agent accompanies these articles, is Eric A Griesdorf, and address of the agent at the registered office is 7 Fairwinds Circle, Ormond Beach, FL 32176

6. Capitalization. That the total capital contributions of each Member, which is his respective undivided interest in personal property having at least a value totaling \$50,000.00 should be allocated as follows:

Eric A Griesdorf, 8 Fairwinds Circle, Ormond Beach, FL 32176 (386)441-4303 and Managing Member \$50,000.00

7. Additional Liability of Members. That additional capital contributions may be required.

8. Admission of Additional Members. That additional Members will be admitted or expelled only with the unanimous consent of all Members entitled to participate in management and upon such terms as are unanimously agreed to by all Members entitled to a dividend upon dissolution or liquidation.


9. Continuity of Life. That the remaining Members of the limited liability company may only have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued Membership of a Member in this limited liability company if they unanimously elect

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to do so. The return of capital and the distribution of profits shall be determined from the company's books, as of the effective date of withdrawal, based on generally accepted accounting practices, and paid as soon as practicable without diminishing the prospects of the company's ventures and subject to the limitations of the Florida Limited Liability Company Act.

10. Management. The business of the company shall be conducted under the exclusive management of its Members, or outside managers if its Members unanimously elect, who shall have exclusive authority to act for the company in all matters. The Members may from time to time designate certain Members as Officers to act for the Company in certain matters as specified by the Operating Agreement.

DATED this 9 day of October, 2006.


Eric A Griesdorf

Notary's Acknowledgment

State of FLORIDA)
County of Volusia) ss

On this 9th day of Oct 06 before me personally appeared Eric A Griesdorf, to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that Eric A Griesdorf executed the same as his free act and deed.


Notary Public

CHERYL A. DONALD
Notary Public, State of Florida
My comm. exp. Feb. 19, 2007
Comm. No. DD 185666

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