

Division of Corporations

W7000030556

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

FLORIDA QUEEN OF THE PALM BEACHES, LLC

Certificate of Status	1
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Florida Dept of State



March 21, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

KIRK FRIEDLAND

*See attached
Thank you!*

SUBJECT: FLORIDA QUEEN OF THE PALM BEACHES, LLC
REF: W07000013766

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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) 245-6020.

Tammi Cline
Document Specialist

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**ARTICLES OF ORGANIZATION
OF
FLORIDA QUEEN OF THE PALM BEACHES, LLC**

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following.

1. Name: The name of the limited liability company is **FLORIDA QUEEN OF THE PALM BEACHES, LLC** (hereinafter referred to as the "Company").

2. Period of Duration: Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

3. Purpose: The purpose for which the Company is organized is to engage in the business of owning and operating a water taxi and any and all other business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. Address of Place of Business: The mailing address for the Company is **121 Claremont Lane, Palm Beach Shores, Florida 33404** and the street address of the place of business for the Company is **121 Claremont Lane, Palm Beach Shores, Florida 33404**. These addresses may be changed from time to time as provided in the Operating Agreement.

5. Registered Agent: The initial registered agent in Florida for the Company is **K. Daniel Shalloway** and the initial registered office is located at **121 Claremont Lane, Palm Beach Shores, Florida 33404**.

6. Capital Contributions: Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

7. Members: The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then existing members, or as otherwise provided in the Operating Agreement.

8. Continuity of Business: On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence or any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the

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business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

9. Management: The overall management and control of the business and affairs of the Company shall be vested in its members as provided in these Articles of Organization and section 608.407 of the Act. Any and all action by the Company shall require the vote of members holding a majority interest in the Company.

10. Indemnification: Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager or former member or manager to the full extent permitted under the Act.

Executed at West Palm Beach, Florida on March 19, 2007.

FLORIDA QUEEN OF THE PALM
BEACHES, LLC,
a Florida Limited Liability Company


K. Daniel Shalloway Member/Manager


Daniel Eric Shalloway Member/Manager

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In accordance with Chapter 608.415, Florida Statutes, FLORIDA QUEEN OF THE PALM BEACHES, LLC., desiring to organize under the laws of the State of Florida with its principal office as indicated in its Articles of Organization in the City of West Palm Beach, County of Palm Beach, State of Florida, has named as its agent to accept service of process within this state:

K. Daniel Shalloway
121 Claremont Lane
Palm Beach Shores, Florida 33404

ACKNOWLEDGMENT:

Having been named as the registered agent for the above 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, Florida Statutes.

Dated: March 21, 2007


K. Daniel Shalloway

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