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Drescher & Sharp, PC

1720 West End Avenue Suite 300 Nashville, TN 37203 Telephone: (615) 425-7111 Facsimile: (615) 425-7110

www.dsattorneys.com

June 6, 2007

Florida Department of State **Division of Corporations** Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

> Re: Southernmost Tours, LLC

Dear Sir or Madam:

Enclosed please find the original Articles of Organization as well as two (2) different original Applications for Registration of Fictitious Name, all for the abovereferenced LLC. Also enclosed are two checks - one for \$125.00 for the LLC filing fee, and one for \$160.00 for the Fictitious Name applications and certified copies of the same.

Please process these documents and return a copy of each to our office after recording. I have enclosed a self-addressed stamped envelope for your convenience.

Should you have any questions or if there is anything additional that you need, please do not hesitate to call. Thank you very much for your assistance.

Sincerely yours,

DRESCHER & SHARP, P.C.

Stepha Smatt

Stephanie Smartt

Paralegal

Enclosures

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I

The name of the Limited Liability Company is Southernmost Tours, LLC.

ARTICLE II

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

Mailing Address:

526 Caribbean East Summerland Key, Florida 33042 526 Caribbean East

Summerland Key, Florida 33042

ARTICLE III

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

Howard Livingston 526 Caribbean East Summerland Key, Florida 33042

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.

Registered Agent

ARTICLE IV

The name and address of each Manager or Managing Member is as follows:

Title:

Name and Address:

MGRM

Howard Livingston 526 Caribbean East

Summerland Key, Florida 33042

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.

Howard Livingston

Manager