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(City/State/Zip/Phone #)

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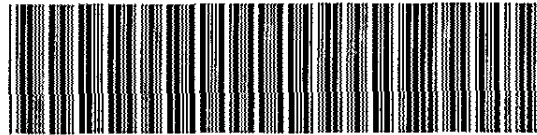
(Business Entity Name)

(Document Number)

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October 17, 2007

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Bluewater Distributing, L.L.C.

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**Filing Evidence**

☒ Plain/Confirmation Copy

☐ Certified Copy

**Retrieval Request**

☐ Photocopy

☐ Certified Copy

**Type of Document**

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include  
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other

| NEW FILINGS |                   |
|-------------|-------------------|
|             | Profit            |
|             | Non Profit        |
| X           | Limited Liability |
|             | Domestication     |
|             | Other             |

| AMENDMENTS |                                    |
|------------|------------------------------------|
|            | Amendment                          |
|            | Resignation of RA Officer/Director |
|            | Change of Registered Agent         |
|            | Dissolution/Withdrawal             |
|            | Merger                             |

| OTHER FILINGS |                  |
|---------------|------------------|
|               | Annual Reports   |
|               | Fictitious Name  |
|               | Name Reservation |
|               | Reinstatement    |

| REGISTRATION/QUALIFICATION |                   |
|----------------------------|-------------------|
|                            | Foreign           |
|                            | Limited Liability |
|                            | Reinstatement     |
|                            | Trademark         |
|                            | Other             |

**ARTICLES OF ORGANIZATION**  
**OF**  
**BLUEWATER DISTRIBUTING, L.L.C.**  
(a Florida Limited Liability Company)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned certifies that he has associated for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit.

**ARTICLE I**  
(Name and Principal Place of Business)

The name of the limited liability company is BLUEWATER DISTRIBUTING, L.L.C., and the mailing address and street address of its principal office is 4445 North Highway A-1-A, Vero Beach, Florida 32963.

**ARTICLE II**  
(Duration)

The limited liability company shall come into being upon the filing of the Articles of Organization with the Secretary of State, State of Florida, and shall have perpetual existence, unless earlier terminated by operation of law or as provided in these Articles or the Operating Agreement of the limited liability company.

**ARTICLE III**  
(Initial Registered Office and Registered Agent)

The mailing address of the initial registered office, and principal place of business, of the limited liability company is 4445 North Highway A-1-A, Vero Beach, Florida, 32963. The name of the company's initial registered agent at that address is Quincy P. Carvel, III.

**ARTICLE IV**  
(Membership Restrictions - Admissions)

Additional persons or entities may be admitted to the limited liability company as members upon the unanimous consent of the current members and on such terms and conditions as determined by the members and in accordance with these Articles and the Operating Agreement of the limited liability company.

**ARTICLE V**  
(Right to Continue Business)

On the death, withdrawal, resignation, expulsion, bankruptcy or dissolution of a member, or


the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on the consent of a majority (or all) of the remaining members within ninety (90) days of the terminating or dissolving event.

**ARTICLE VI**  
(Management)

The limited liability company shall be managed by one manager. The name and address of the person who shall serve until the first annual meeting of members is as follows: Quincy P. Carvel, III, 4445 North Highway A-1-A, Vero Beach, Florida 32963.

IN WITNESS WHEREOF, the undersigned, being an original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of BLUEWATER DISTRIBUTING, L.L.C.

Executed by the undersigned this 16 day of October, 2007.

  
\_\_\_\_\_  
Quincy P. Carvel, III

**STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE**

STATE OF FLORIDA  
COUNTY OF INDIAN RIVER

In pursuance of Chapter 608.407(1)(d), of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is BLUEWATER DISTRIBUTING, L.L.C.

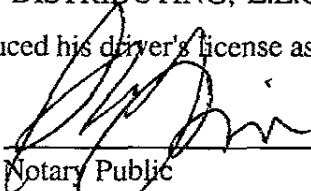
The name of the registered agent for BLUEWATER DISTRIBUTING, L.L.C., is Quincy Carvel, and the street address of the company's principal office where the agent is located is 4445 North Highway A-1-A, Vero Beach, Indian River County, Florida, 32963.

This statement is to acknowledge that, as indicated above, BLUEWATER DISTRIBUTING, L.L.C., has appointed me, Quincy P. Carvel, III, as its Registered Agent to accept Service of Process for the company at the place designated above in this certificate. I accept this 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.

10/16/07  
Dated

  
Quincy P. Carvel, III

The foregoing instrument was acknowledged before me this 16 day of October, 2007, by Quincy P. Carvel, III, on behalf of BLUEWATER DISTRIBUTING, L.L.C., a limited liability company. He is personally known to me or has produced his driver's license as identification.

  
Notary Public  
State of Florida  
My Commission Expires:

