

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L08000020486
FILED 8:00 AM
February 26, 2008
Sec. Of State
ncausseaux

Article I

The name of the Limited Liability Company is:
ADMIRALTY CRUISE LINES, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
830-13 A1A NORTH
UNIT 383
PONTE VEDRA, FL. 32082

The mailing address of the Limited Liability Company is:
830-13 A1A NORTH
UNIT 383
PONTE VEDRA, FL. 32082

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
C T CORPORATION SYSTEM
1200 SOUTH PINE ISLAND ROAD
PLANTATION, FL. 33324

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.

Registered Agent Signature: JENNIFER F. AULTMAN, ASSISTANT SECRETARY

Article V

The name and address of managing members/managers are:

Title: MGRM
RICHARD L HENDERSON
1824 ORIOLE ROAD, SUITE 303
GATLINBURG, TN. 37738

Title: MGRM
BRUCE NIERENBERG
49 PINEHURST DRIVE
NEW ORLEANS, LA. 70131

Title: MGRM
LYNN HANKINS
42 VESPERS WAY
OKATIE, SC. 29909

Title: MGRM
SHAYNE HENDERSON
1824 ORIOLE ROAD, SUITE 303
GATLINBURG, TN. 37738

Signature of member or an authorized representative of a member

Signature: JOHN G. BROCK

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