

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

L08000049329
FILED 8:00 AM
May 16, 2008
Sec. Of State
ncausseauX

Article I

The name of the Limited Liability Company is:
GDL OFFSHORE, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
601 SOUTH OSPREY AVENUE
SARASOTA, FL. 34236

The mailing address of the Limited Liability Company is:
601 SOUTH OSPREY AVENUE
SARASOTA, FL. 34236

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:
GEORGE J DRAMIS
601 SOUTH OSPREY AVENUE
SARASOTA, FL. 34236

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: GEORGE J DRAMIS

Article V

The name and address of managing members/managers are:

Title: MGRM
GDL OFFSHORE, INC.
601 SOUTH OSPREY AVENUE
SARASOTA, FL. 34236

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Signature of member or an authorized representative of a member

Signature: GEORGE J DRAMIS