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C. LEWIS

DEC 0 42008

EXAMINER



## AMERICAN MARITIME HOLDINGS

INCORPORATED

November 25, 2008

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Técnico Mayport, LLC Filing

#### Dear Sir/Madam:

Please accept the attached Articles of Organization and related filing fees for Técnico Mayport, LLC. If you have any further questions or concerns, please do not hesitate to contact me using any of the following:

Victor Brannon American Maritime Holdings, Inc. 543 E. Indian River Road Norfolk, VA 23523 Telephone: (757) 545-6400 ext. 208

Cell: (757) 328-3426 Facsimile: (757) 545-8169

I greatly appreciate you assistance with the foregoing matter.

Sincerely,

Victor Brannon, Corporate Counsel **ARTICLES OF ORGANIZATION** 

FILED

OF

TÉCNICO MAYPORT, LLC

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SECRETARY OF STATE
FALLAHASSEE, FLORIDA

The undersigned, being duly authorized to act as the organizer of this Limited Liability Company pursuant to Chapter 608 Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such Limited Liability Company.

# ARTICLE I - NAME

The name of the limited liability company shall be Técnico Mayport, LLC (hereinafter, the "Company").

### <u>ARTICLE II – ADDRESS</u>

The street address of the initial principal office and mailing address of the Company are:

Principal Office Address: Mailing Address:

Técnico Mayport, LLC Técnico Corporation

490 Levy Rd. 831 Industrial Avenue

Atlantic Beach, FL 32233 Chesapeake, VA 23524

#### ARTICLE III – PURPOSE

The general nature of the business to be transacted by the Company shall be: To perform ship repair and maintenance services in and around Mayport, Florida.

## **ARTICLE IV -- EFFECTIVE DATE AND DURATION**

The term of existence of the Company shall commence with the filing of the Articles of Organization with the Secretary of State of the State of Florida and shall continue perpetually, unless sooner dissolved in accordance with the laws of the State of Florida and the Operating Agreement of the Company. In no instance shall the Company be automatically terminated,

dissolved, or operations suspended upon the occurrence of an event, including the death, disability, bankruptcy, expulsion, or withdrawal of a member of the Company, other than the passage of time as may be specified by law or the Operating Agreement of the Company.

Provided, however, that upon any such termination event, the existence and business of the Company may be continued by amendment of these Articles of Organization or the Operating Agreement providing for the continued existence of the Company as may be authorized by Florida Statutes.

### ARTICLE V – MANAGEMENT AUTHORITY

The exclusive authority to manage the Company is vested in the single member, whose board shall operate in substantially the same manner as, and has substantially the same rights, powers, privileges, duties, and responsibilities as, a board of directors of a company chartered as a corporation.

The name and address of the initial managing member is as follows:

Name Address:

Técnico Corporation 831 Industrial Avenue

Chesapeake, VA 23524

## ARTICLE VI- REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Company in the State of Florida shall be The Jackson Law Group, 28 Cordova Street, St. Augustine, Florida 32084. The name of the registered agent of the Company at that address is J. Andrew Jackson.

#### STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations

provided for in Chapter 608, Florida Statutes.

Date: December 1,2008

# REQUIRED SIGNATURE:

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of

Organization this 25th day of November, 2008.

Signature of a member or an authorized representative of a member. (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.)

Victor Brandon

Typed or printed name of signee

Note: Filing Fees

\$ 100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy

\$ 5.00 Certificate of Status