

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

L10000112549
FILED 8:00 AM
October 28, 2010
Sec. Of State
jbryan

Article I

The name of the Limited Liability Company is:

JOANN'S CRUISES LLC

Article II

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

2663 R S BAILEY DRIVE EAST
JACKSONVILLE, FL. 32246

The mailing address of the Limited Liability Company is:

2663 R S BAILEY DRIVE EAST
JACKSONVILLE, FL. 32246

Article III

The purpose for which this Limited Liability Company is organized is:

A TRAVEL AGENCY AND ALL OTHER LAWFUL PURPOSES.

Article IV

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

JOANN KEARLEY
2663 R S BAILEY DRIVE EAST
JACKSONVILLE, FL. 32246

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: JOANN KEARLEY

Article V

The name and address of managing members/managers are:

Title: MGRM
JOANN KEARLEY
2663 R S BAILEY DRIVE EAST
JACKSONVILLE, FL. 32246

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Signature of member or an authorized representative of a member

Signature: JOANN KEARLEY