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**FLORIDA LIMITED LIABILITY CO.
MSC MIAMI CRUISE TERMINAL LLC**

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**ARTICLES OF ORGANIZATION
OF
MSC MIAMI CRUISE TERMINAL LLC**

The undersigned, being a duly authorized representative of the Member, desiring to form a limited liability company under and pursuant to the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes (the "Act"), does hereby adopt the following Articles of Organization:

ARTICLE I. NAME

The name of the limited liability company is MSC MIAMI CRUISE TERMINAL LLC (the "Company").

ARTICLE II. ADDRESS

The principal and mailing address office of the Company is:

6750 N. Andrews Avenue, Suite 100
Ft. Lauderdale, Florida 33309

ARTICLE III. REGISTERED AGENT AND OFFICE

The Company designates 1201 Hays Street, Tallahassee, Florida 32301 as the street address of the initial registered office of the Company and names Corporation Service Company as the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE IV. DURATION AND CONTINUATION

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with the Company's Operating Agreement or pursuant to the Act, as amended from time to time.

ARTICLE V. MANAGEMENT

The Company shall be conducted, carried on, and managed by its member. The names and addresses of the initial officers and authorized persons are:

Title:
President

Name and Address:
Pierfrancesco Vago
6750 N. Andrews Avenue, Suite 100
Ft. Lauderdale, Florida 33309

Vice President

Roberto Fusaro
6750 N. Andrews Avenue, Suite 100
Ft. Lauderdale, Florida 33309

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Vice President

Gianluca Suprani
6750 N. Andrews Avenue, Suite 100
Ft. Lauderdale, Florida 33309

ARTICLE VI. PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida including activities within the United States and abroad.

ARTICLE VII. ADDITIONAL MEMBERS


Additional Members may be admitted upon the written consent of the majority ownership interest, and upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company, if applicable.

ARTICLE VIII. OPERATING AGREEMENT

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be vested in the Members of the Company in the manner set forth in the Operating Agreement of the Company, if any.

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IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 31st of July, 2019.


William R. Bloom,
Duly Authorized Representative of the
Member

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comment of the company
to the Operating

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ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for MSC Miami Cruise Terminal LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 31st day of July, 2019.

Corporation Service Company

By: Ronique Raysor

Name: Ronique Raysor

Title: Assistant Secretary

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