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(Requestor's Name)

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☐ PICK-UP

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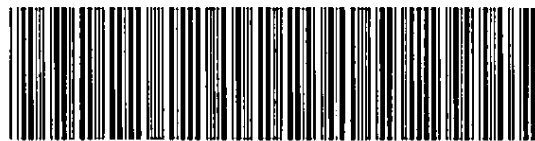
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 24, 2020

BUDDY J. LEVY, P.A.

2385 NW EXECUTIVE CENTER DRIVE SUITE 100
BOCA RATON, FL 33431

SUBJECT: PORTHOLE CRUISE PASSENGER ASSOCIATION, LLC
Ref. Number: W20000031112

We have received your document for PORTHOLE CRUISE PASSENGER ASSOCIATION, LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Argolda Brown
Regulatory Specialist II

Letter Number: 220A00006374

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Filing
Stamp

COVER LETTER

**TO: New Filing Section
Division of Corporations**

SUBJECT: Porthole Cruise Passenger Association, LLC
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Buddy Levy

Name of Person

Buddy J. Levy, P.A.

Firm/Company

2385 NW EXecutive Center Dr. Suite 100

Address

Boca Raton, FL 33431

City/State and Zip Code

blevy@lawlevy.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Buddy Levy

813

731-7310

at ()

Name of Person

Area Code

Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$125.00 Filing Fee

☐ \$130.00 Filing Fee &
Certificate of Status

☐ \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed)

☒ \$160.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed)

Mailing Address

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

Street Address

New Filing Section Division
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

**ARTICLES OF ORGANIZATION
OF
PORTHOLE CRUISE PASSENGER ASSOCIATION, LLC**

The undersigned authorized representative does hereby certify that the persons so identified herein have associated themselves together for the purpose of forming a limited liability company (the "Company") under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the Company shall be: PORTHOLE CRUISE PASSENGER ASSOCIATION, L.L.C.

**ARTICLE II
GENERAL POWERS**

The Company is formed for the purpose of conducting and undertaking, and shall have the power to conduct and undertake, any and all activities and actions under the Florida Limited Liability Company Act, Chapter 60B, Florida Statutes.

**ARTICLE III
ADDRESS AND PLACE OF BUSINESS**

The mailing and street address for the Company's principal office is 6261 NW 6th Way, Suite 100, Ft. Lauderdale, FL 33309.

**ARTICLE IV
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the Company's initial registered office in Florida is 6261 NW 6th Way, Suite 100, Ft. Lauderdale, FL 33309, and the name of its initial registered agent is Bill Panoff. The Company may change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

**ARTICLE V
MANAGEMENT**

All powers of the Company shall be exercised by or under the authority of the members and, except as otherwise provided in the Operating Agreement and the Members

Agreement of the Company, (the "Company Agreements"), the business and affairs of the Company shall be managed by or under the direction of one managing member. The name and current address of the initial managing member is set forth below, and such person shall act in such capacity until otherwise determined by the members in accordance with the Company Agreements:

Bill Panoff
6261 NW 6th Way, Suite 100
Ft. Lauderdale, FL 33309

ARTICLE VII RESTRICTIONS ON MEMBERSHIP

New members shall be admitted to the Company in accordance with the Operating Agreement of the Company. Contributions required of a new member shall be determined in accordance with Operating Agreement of the Company. A member's interest in the Company may not be sold or otherwise transferred except with the unanimous consent of the members, or otherwise in accordance with the Company's Operating Agreement. Additional restrictions and conditions on membership may be set forth in an operating agreement or other agreement adopted by the members.

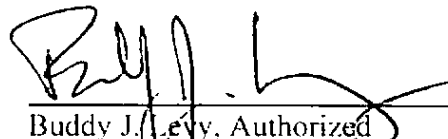
ARTICLE VIII COMPANY AGREEMENTS

The members of the Company shall adopt an Operating Agreement and a Members Agreement pertaining to the regulation, management, and other affairs of the Company (previously defined as Company Agreements"), provided that such Company Agreements shall not be inconsistent with these Articles of Organization or with the laws of the State of Florida. The Company Agreements may be repealed or altered only in the manner now or hereafter prescribed therein, consistent with the laws of the State of Florida.

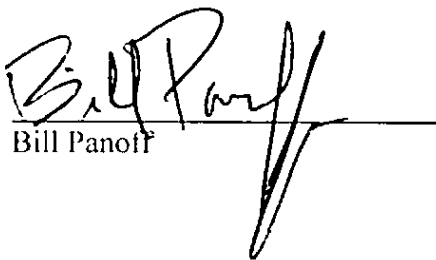
ARTICLE X ACKNOWLEDGMENT

The members of the Company, through their undersigned authorized representative; do hereby certify that the foregoing constitutes the proposed Articles of Organization of PORTHOLE CRUISE PASSENGER ASSOCIATION, LLC. These Articles of Organization may be amended from time to time by consent of the members holding At least eighty percent (80%) of the voting interests of the Company, or otherwise in the manner now or hereafter prescribed in the Company Agreements, consistent with the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 28th day of February, 2020.


Buddy J. Levy, Authorized
Representative of the Members

I, Bill Panoff, certify that having been named the Registered Agent for Porthole Cruise Passenger Association, LLC do hereby accept such status and agree to comply with all applicable laws and statutes.


Bill Panoff

DATED: April 10, 2020

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2020 MAR 10 PM 12:26
TALLAHASSEE FL 32311