



THE UNITED STATES
CORPORATION
COMPANY

L97000001282

ACCOUNT NO. : 072100000032

REFERENCE : 602794 4327828

AUTHORIZATION :

Patricia Pujols

COST LIMIT : \$ ~~122.50~~ 337.50

ORDER DATE : November 17, 1997

ORDER TIME : 9:56 AM

ORDER NO. : 602794-005

CUSTOMER NO: 4327828

000002348350--6

CUSTOMER: John A. Maass, Esq
ALLEY MAASS ROGERS & LINDSAY,
P.A.
321 Royal Poinciana Pl., South

Palm Beach, FL 33480-0431

DOMESTIC FILING

NAME: CLASSIC VESSEL CHARTERS
AND SALES, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS:

FILED
97 NOV 17 PM 1:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

11/17/97

B/K

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97 NOV 17 AM 10:39
OFFICE OF THE SECRETARY OF STATE

**ARTICLES OF ORGANIZATION FOR
CLASSIC VESSEL CHARTERS AND SALES, L.C.**

The undersigned, being a member of the limited liability company referred to herein, executes and files these Articles of Organization and states as follows:

ARTICLE I - NAME

1. The name of the limited liability company is CLASSIC VESSEL CHARTERS AND SALES, L.C.

ARTICLE II - DURATION

2. The period of duration for CLASSIC VESSEL CHARTERS AND SALES, L.C., shall be perpetuity, unless sooner terminated by law or pursuant to the regulations adopted by the members.

ARTICLE III - ADDRESS

3. The mailing address and street address of the principal office of CLASSIC VESSEL CHARTERS AND SALES, L.C., is 5255 N. Federal Highway, Boca Raton, Florida, 33487.

ARTICLE IV - REGISTERED AGENT/ADDRESS

4. The name of the initial registered agent for CLASSIC VESSEL CHARTERS AND SALES, L.C., in Florida is Bruce D. Godwin and his street address is 5255 N. Federal Highway, Boca Raton, Florida, 33487.


ARTICLE V - MANAGEMENT

5. CLASSIC VESSEL CHARTERS AND SALES, L.C., shall be managed by its members. The name and street address of the managing member of CLASSIC VESSEL CHARTERS AND SALES, L.C., is Bruce D. Godwin and his street address is 5255 N. Federal Highway, Boca

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TALLAHASSEE FLORIDA

Raton, Florida, 33487.

Dated: November 14, 1997.


Bruce D. Godwin, Member

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CERTIFICATE
OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

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PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING ITS REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is CLASSIC VESSEL CHARTERS AND SALES, L.C.
2. The name and address of the registered agent and office is:

Bruce D. Godwin
5255 N. Federal Highway
Boca Raton, Florida 33487

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.

Bruce D. Godwin

BRUCE D. GODWIN

Date: November 14, 1997

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of CLASSIC VESSEL CHARTERS AND SALES, L.C., deposes
and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the members is \$ 100,000⁰⁰.
3. The agreed value of property other than cash contributed by members is 0.
4. The amount of cash or property anticipated to be contributed by members is \$ 100,000⁰⁰. This total includes amounts from 2. and 3. above.

Dated: November 14, 1997

Bruce D. Godwin

Bruce D. Godwin, Member

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