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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4000
FROM: FOWLER, WHITE, BURNETT, ET AL ACCT#: 071250001512
CONTACT: JUDITH D RODMAN
PHONE: (305)789-9200 FAX #: (305)789-9201

NAME: NOBLE HOUSE MARITIME CHARTERS, L.C.
AUDIT NUMBER.....H98000010525
DOC TYPE.....LIMITED LIABILITY COMPANY
CERT. OF STATUS..0 PAGES..... 6
CERT. COPIES.....1 DEL.METHOD.. FAX
EST.CHARGE.. \$337.50

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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DIVISION OF CORPORATIONS

FILED
98 JUN -5 AM 8:59
TALLAHASSEE, FLORIDA

Audit No. H98000010525

**ARTICLES OF ORGANIZATION
OF
NOBLE HOUSE MARITIME CHARTERS, L.C.**

ARTICLE I

The name of this Limited Liability Company shall be: Noble House Maritime Charters, L.C.

ARTICLE II

This Limited Liability Company shall exist for a period of thirty (30) years from the date of filing the Articles of Organization with the Florida Secretary of State, unless sooner dissolved by the Members or as provided by statute.

ARTICLE III

This Limited Liability Company is created for the purpose of transacting any legal and lawful business pursuant to the Florida Limited Liability Company Act.

ARTICLE IV

The place of business and the mailing address of this Limited Liability Company shall be 100 S. E. Second Street, 17th Floor, Miami, FL 33131, and such other place or places as the Members from time to time may determine.

ARTICLE V

The initial amount of capital contributions (including cash and a description of the agreed fair market value of property) is \$220,000 which will be contributed by the Members. Additional contributions will be made at such times and in such amounts as may be agreed by the Members.

Donald E. Kubit, Esq.
Fowler, White, Burnett, Hurley,
Banick & Strickroot, P.A.
100 S.E. 2nd Street, 17th Floor
Miami, Florida 33131-1101
ph: (305) 789-9200
Florida Bar No. 193056

Audit No. H98000010525

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VI

The Limited Liability Company will be managed by a Managing Member. The name and address of the initial Managing Member are as follows: Eric Silverman, 660 Madison Avenue, 10th Floor, New York, N.Y., 10021.

ARTICLE VII

The Members reserve the right to admit additional Members on the unanimous agreement of the Members as to the admission of, the consideration to be paid by, and the rights and privileges of such new Members, and subject to the terms and conditions of the Limited Liability Company's Regulations.

ARTICLE VIII

The Members shall have the right to continue the Limited Liability Company and its name and its business notwithstanding the death, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company provided that all the remaining Members consent in writing thereto, which consent shall be obtained within 90 days after the death, bankruptcy, or dissolution of a Member or the occurrence of the event which terminates the continued membership of a Member in the Limited Liability Company.

ARTICLE IX

A Member's interest in the Limited Liability Company is subject to transfer or assignment except as prohibited in the Regulations.

ARTICLE X

These Articles may be amended only by a unanimous vote of the Members.

ARTICLE XII

The street address of the Limited Liability Company's initial registered office is 100 S.E. 2nd Street, Seventeenth Floor, Miami, Florida 33131. The name of the initial registered agent of such office is Morton P. Brown.

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IN WITNESS WHEREOF, THE PARTIES HERETO HAVE EXECUTED THESE
ARTICLES OF ORGANIZATION.

MEMBERS:


Eric Silverman, Managing Member


Morton P. Brown, Member

98 JUN -5 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Audit No. H98000010525

Audit No. H98000010525

STATE OF FLORIDA

) ss.

COUNTY OF MIAMI-DADE

Before me personally appeared Eric Silverman, as Managing Member of Noble House Maritime Charters, L. C., who produced N/A as identification or who is known to me to be the person who executed the foregoing Articles of Organization.

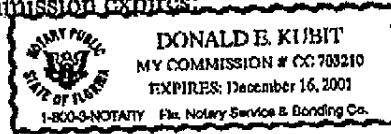
In witness whereof, I have hereunto set my hand and seal this 5th day of June, 1998.

(SEAL)

Notary Public

Print Name:

My Commission expires:



STATE OF FLORIDA

) ss.

COUNTY OF MIAMI-DADE

Before me personally appeared Morton P. Brown, as a Member of Noble House Maritime Charters, L. C., who produced N/A as identification or who is known to me to be the person who executed the foregoing Articles of Organization.

In witness whereof, I have hereunto set my hand and seal this 4th day of June, 1998.

(SEAL)

Notary Public

Print Name:

My Commission expires:



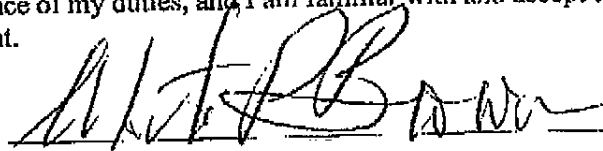
GRETCHEN FARMER
COMMISSION # CC 408601
EXPIRES SEP 24, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

Audit No. H98000010525

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**ACCEPTANCE OF APPOINTMENT
AS
REGISTERED AGENT**

Having been named as registered agent for the above-named Limited Liability Company at the place designated in these Articles of Organization, 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.


Morton P. Brown

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50 JUL -5 AM 9:00
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

)SS

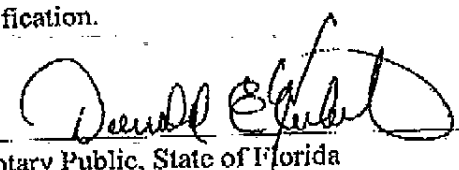
The undersigned, Eric Silverman, the Managing Member of Noble House Maritime Charters,

L.C., says:

1. The above-named limited liability company has at least two Members.
2. The total amount of cash contributed by the Members is \$220,000.
3. The agreed value of property other than cash contributed by members is \$0.00.
4. The total amount of cash anticipated to be contributed by Members in the future is \$0.


Eric Silverman, Managing Member

SWORN TO AND SUBSCRIBED before me this 5th day of June, 1998, by ERIC SILVERMAN, the Managing Member, ☐ who is personally known to me or ☐ who has produced N/A as identification.


Notary Public, State of Florida
Print Name: _____

My Commission Expires:

Audit No. H98000010525

