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NAME: NOBLE HOUSE MARITIME CHARTERS, L.C.

AUDIT NUMBER.....H98000016225

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AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
NOBLE HOUSE MARITIME CHARTERS, L.C.

Pursuant to the provisions of Sections 608.407 and 608.411 of the Florida Business Organizations Act, the undersigned Limited Liability Company hereby adopts the following Amended and Restated Articles of Organization:

1. The name of the Limited Liability Company is:

NOBLE HOUSE MARITIME CHARTERS, L.C.

2. The original Articles of Organization of the Limited Liability Company were filed with the Department of State on June 5, 1998.

3. The Amended and Restated Articles of Organization shall be effective upon the filing thereof with the Department of State.

4. The text of the Limited Liability Company's Amended and Restated Articles of Organization is as follows:

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

ARTICLE I

The name of this Limited Liability Company is: NOBLE HOUSE MARITIME CHARTERS, L.C..

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

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## 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 Member(s) 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. 2nd Street, 17th Floor, Miami, Florida 33131, and such other place or places as the Member 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 \$220,000.00, which will be contributed by the Member. Additional contributions will be made at such times and in such amounts as may be agreed by the Member.

## 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, New York 10021.

## ARTICLE VII

The Member reserves the right to admit additional Members, subject to the terms and conditions of the Limited Liability Company's Regulations.

## ARTICLE VIII

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

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ARTICLE IX

These Articles may be amended only with the consent of the sole Member, or by a unanimous vote of the Members if there be more than one.

ARTICLE X

The street address of the Limited Liability Company's initial registered office is 100 S.E. 2nd Street, 17th Floor, Miami, Florida 33131. The name of the initial registered agent at such office is Morton P. Brown, Esq.

5. The foregoing Amendment and Restatement is duly executed and being filed in accordance with and in the manner prescribed by Section 608.411 of the Florida Business Organizations Act.

IN WITNESS WHEREOF, the undersigned has executed these Restated and Amended Articles of Organization by its Managing Member this 27<sup>th</sup> day of AUGUST, 1998.

NOBLE HOUSE MARITIME CHARTERS, L.C.

By:  \_\_\_\_\_  
Eric Silverman, Managing Member

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STATE OF NEW YORK )  
 ) ss.  
COUNTY OF NEW YORK )

Before me personally appeared Eric Silverman, the Managing Member, ☒ who is personally known to me, or ☐ who produced \_\_\_\_\_ as identification, to be the person who executed the foregoing Articles of Organization.

In witness whereof, I have hereunto set my hand and seal this 27<sup>TH</sup> day of AUGUST, 1998.

(SEAL)



Notary Public

Print Name: \_\_\_\_\_

My commission expires: \_\_\_\_\_

THEODORE SCHNOLL  
Notary Public, State of New York  
No. 31-8835826  
Qualified in New York County  
Commission Expires April 30, 2000

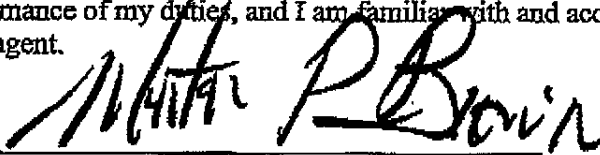
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ACCEPTANCE OF APPOINTMENT  
AS  
REGISTERED AGENT

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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## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF NEW YORK )  
COUNTY OF NEW YORK )ss.

The undersigned, Eric Silverman, the Managing Member of NOBLE HOUSE MARITIME CHARTERS, L.C., says:

1. The above-named Limited Liability Company has one (1) Member.
2. The total amount of cash contributed by the Member is \$220,000.00
3. The agreed value of property other than cash contributed by the Member is \$0.00.
4. The total amount of cash anticipated to be contributed by Members in the future is \$0.00.

  
Eric Silverman, Managing Member

SWORN TO AND SUBSCRIBED before me this 27<sup>th</sup> day of AUGUST, 1998, by Eric Silverman, the Managing Member, ☒ who is personally known to me or ☐ who has produced \_\_\_\_\_ as identification.

(SEAL)

  
Notary Public

Print Name: \_\_\_\_\_

My commission expires: \_\_\_\_\_

**THEODORE SCHNOLL**  
Notary Public, State of New York  
No. 32-883825  
Qualified in New York County  
Commission Expires April 30, 2000

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