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Division of Corporations

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Florida Department of State

Division of Corporations

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LIMITED LIABILITY COMPANY

SEA BISCUIT LLC

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$337.50

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 9, 1999

THOMAS O. KATZ, ESQ.
RUDEN MCCLOSKEY ET AL
P.O. BOX 1900
FT LAUDERDALE, FL 33301

SUBJECT: SEA BISCUIT LLC
REF: W99000005586

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Please be more specific on the terms for additional members. Please give us atleast one requirement.

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) 487-6913.

Diane Cushing
Corporate Specialist

FAX Aud. #: H99000005571
Letter Number: 599A00010718

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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**ARTICLES OF ORGANIZATION
OF
SEA BISCUIT LLC
a Florida Limited Liability Company**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. NAME. The name of the Limited Liability Company is SEA BISCUIT LLC (the "Company").
2. PERIOD OF DURATION. The period of duration of the Company shall be perpetual.
3. PURPOSE. The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.
4. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The principal office address of the Company is 1001 East Las Olas Boulevard, Suite 200, Fort Lauderdale, Florida 33301, and the mailing address of the Company is P.O. Box 030248, Fort Lauderdale, Florida 33303.
5. REGISTERED AGENT. The name and address of the initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization, is: M.R. McTigue & Co., 1001 East Las Olas Boulevard, Suite 200, Fort Lauderdale, Florida 33301.
6. ADDITIONAL MEMBERS. Members may admit additional members upon the unanimous consent of the then existing members.

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden, McClosky, et al, P.O. Box 1900
Ft. Lauderdale, FL 33301
Phone: 954-764-6660 Fax: 954-764-4996

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7. CONTINUITY; NO RIGHT TO DISTRIBUTION ON WITHDRAWAL: The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued membership of a Member in this limited liability company. No Member shall be entitled to receive a return of capital or other distribution upon withdrawal from this limited liability company or otherwise, except as otherwise provided in the Regulations of this limited liability company.


8. MANAGEMENT. The business of the limited liability company shall be managed by one or more Managers. The name and address of the initial Manager who will serve until the first annual meeting of members or until its successors is elected and qualify are as follows:

NameAddress

M.R. McTigue & Co.

P.O. Box 030248
Fort Lauderdale, Florida 33303

The undersigned has executed these Articles of Organization on the 8th day of March, 1999.


R. EMMETT MCTIGUE, as Trustee

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden, McClosky, et al, P.O. Box 1900
Ft. Lauderdale, FL 33301
Phone: 954-764-6660 Fax: 954-764-4996

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned authorized representative and sole member of SEA BISCUIT LLC deposes and says:

1. The above named limited liability company has at least one member.
2. The total amount of cash contributed by the Member is \$100.
3. The Member anticipates contributing certain real property having a street address of 999 Fast Las Olas Boulevard, Fort Lauderdale, Florida, and a value of \$ 105,000.


R. EMMETT McTIGUE, as Trustee

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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

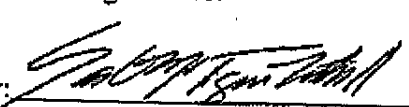
1. The name of the limited liability company is: SEA BISCUIT LLC
2. The name and address of the registered agent and office is:

M.R. McTigue & Co.
1001 East Las Olas Boulevard
Suite 200
Fort Lauderdale, Florida 33301

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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 its 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.

M.R. McTigue & Co.

By: 
Sarah G. McTigue Tuthill, President
Registered Agent

3/2/99
(Date)

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