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EXAMINER'S INITIALS:

ARTICLES OF ORGANIZATION OF ASIA ASSETS MARINE, L.L.C.

The undersigned certifies that he is establishing a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall serve as the charter and authority for the conduct of business of the limited liability company.

ARTICLE I NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this limited liability company shall be:

ASIA ASSETS MARINE, L. L. C.

The mailing address and street address of its principal place of business is 1416 Litchem Road, Apopka, Florida 32712-3068.

ARTICLE II DURATION

The period of this Company's duration is perpetual.

ARTICLE III MANAGEMENT

The business and affairs of this Company are to be managed by a manager or managers. This Company shall be initially managed by one (1) manager. The number of managers may be increased or decreased by resolution of the members amending the Regulations of the Company, but shall never be less than one (1). The name and address of the person who shall serve as manager until the first annual meeting of members or until a successor is elected and qualified is as follows:

<u>Name</u>

Address

JAMES E. SALMON

1416 Litchem Road Apopka, Florida 32712-3068

ARTICLE IV VOTING BY MEMBERS AND MANAGERS

Unless otherwise provided in the Regulations, all votes by members or managers, if there be more than one, shall be weighted in proportion to their relative profit sharing percentages, as reflected in the Regulations of the Company.

ARTICLE V <u>MEMBERSHIP RESTRICTIONS</u>

Members shall have the right to admit new members by the written consent of the holders of not less than 75% of the then existing relative profit sharing percentages, as reflected in the Regulations of the Company. Contributions required of new members shall be determined as of the time of admission to this Company. A member's interest in this Company may not be sold or otherwise transferred except with written consent of the holders of not less than 75% of the then existing relative profit sharing percentages, as reflected in the Regulations of the Company.

ARTICLE VI BUSINESS CONTINUATION AND DISSOLUTION

This Company shall not be dissolved on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company. This Company may be dissolved by the written consent of the holders of not less than 75% of the then existing relative profit sharing percentages, as reflected in the Regulations of the Company.

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ARTICLE VII INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and street address of the initial registered agent and office for this Company is as follows:

Ivan M. Lefkowitz, Esquire 430 North Mills Avenue Orlando, Florida 32803

ARTICLE VIII AMENDMENT OF ARTICLES

These Articles may be amended only by the written consent of the holders of not less than 75% of the then existing relative profit sharing percentages, as reflected in the Regulations of the Company.

Executed by the undersigned on July 27, 1999.

JAMÉS É. SALMON

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SECNETARY OF STANK

ACCEPTANCE OF REGISTERED AGENT

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.

Date: July <u>37</u>, 1999

IVAN M. LEFKOWI

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SECRETARY OF STATE

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS PURSUANT TO F.S. § 608.407

State of Florida County of Orange

Before the undersigned authority personally appeared JAMES E. SALMON, a member of ASIA ASSETS MARINE, L.L.C., who on oath says:

- 1. That he is a member of ASIA ASSETS MARINE, L.L.C.
- 2. That ASIA ASSETS MARINE, L.L.C., has at least one member.
- 3. The total amount of cash contributed by the members is \$10,000.
- 4. If any, the agreed value of property other than cash contributed by the members is \$-0-. A description of the property is attached as Exhibit A and made a part of this affidavit.
- 5. The total amount of cash or property anticipated to be contributed by the members is \$10,000. This total includes the amounts from paragraphs 3 and 4 above.

Further affiant sayeth naught

JAMES E. SALMON

Sworn to and subscribed before me this $\frac{27}{100}$ day of July, 1999, by JAMES E. SALMON, on behalf of ASIA ASSETS MARINE, L.L.C., who is personally known to me or who has produced a Florida driver's license as identification.

NOTARY PUBLIC - STATE OF FLORIDA MARY F. PHILLIPS COMMISSION # CC822060 EXPIRES 3/29/2003 BONDED THRU ASA 1-888-NOTARY1

Notary Public

My Commission expires