

L99000005588



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 365728 4352702

AUTHORIZATION :

Patricia P.

Patricia P.

COST LIMIT : \$ 337.50

ORDER DATE : September 7, 1999

ORDER TIME : 11:03 AM

ORDER NO. : 365728-005

CUSTOMER NO: 4352702

700002979577--3

CUSTOMER: Ms. Lisa Folis
WILLIAMS PARKER HARRISON DIETZ
WILLIAMS PARKER HARRISON DIETZ
200 South Orange Avenue

Sarasota, FL 34236

DOMESTIC FILING

NAME: POSH CHARTERS, L.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: Christine Lillich

EXAMINER'S INITIALS:

| | |
|-------------------|-----|
| Name | MJH |
| Availability | |
| Document Examiner | |
| Updater | |
| Updater Verifier | |
| Acknowledgement | |
| W. P. Verifier | |

Christine Lillich GAVE
AUTHORIZATION BY PHONE TO
CORRECT Name
DATE 9/7/99
DOC. EXAM MJH

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP -7 PM 3:02

RECEIVED
99 SEP -7 PM 12:26
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

**ARTICLES OF ORGANIZATION
OF
POSH CHARTERS, L.L.C.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP -7 PM 3:02

The undersigned subscribes to these Articles of Organization to form a limited liability company under the Florida Limited Liability Company Act (Chapter 608, Florida Statutes).

1. Name. The name of the limited liability company is PosH Charters, L.L.C.
2. Duration. The existence of the limited liability company shall begin on September 7, 1999, and shall be perpetual.
3. Principal Office. The mailing address and the street address of the principal office of the limited liability company is:

901 Venetia Bay Boulevard, Suite 300
Venice, Florida 34292

4. Manager. The limited liability company is to be managed by the member. The name and address of the managing Member are as follows:

Richard J. Mitchell
901 Venetia Bay Boulevard, Suite 300
Venice, Florida 34292

5. Additional Members. The existing member of the limited liability company may admit additional members upon payment of a capital contribution by the new members, in cash or property, to be determined at the time of such admission by the member.

6. Continuation of Business. In the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member of the limited liability company, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the limited liability company shall continue in existence and the remaining members may continue the business of the limited liability company unless the majority-in-interest of the then remaining members consent in writing to the dissolution of the limited liability company.

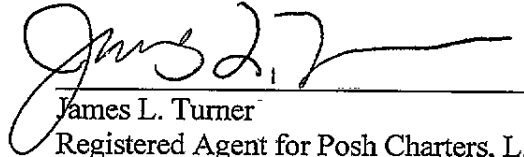
7. Amendment. These Articles of Organization may be amended in the manner provided in the Regulations of the limited liability company.

8. Registered Agent. The name of the initial registered agent, and the address of the initial registered office, of the limited liability company is:

James L. Turner
200 South Orange Avenue
Sarasota, Florida 342236

By execution hereof, the undersigned accepts appointment as registered agent of the limited liability company and acknowledges that he is familiar with and accepts the obligations of that position.

In Witness Whereof, the undersigned has executed these Articles of Organization this 3rd day of September, 1999.

A handwritten signature in dark ink, appearing to read "James L. Turner", is written over a horizontal line.

James L. Turner
Registered Agent for Posh Charters, L.L.C.
and Authorized Representative of
Richard J. Mitchell, Member

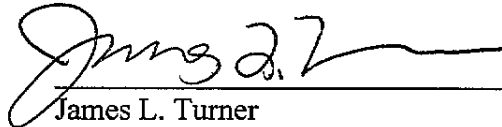
LAF-367154

LIMITED LIABILITY COMPANY AFFIDAVIT

STATE OF FLORIDA
COUNTY OF SARASOTA

James L. Turner, an authorized representative of Richard J. Mitchell, the member of Posh Charters, L.L.C., a Florida limited liability company (the "Company") deposes and says:

1. The company has at least one member.
2. \$500.00 cash and no other property is being contributed by the member at the time of formation.
2. No cash or other property is anticipated to be contributed by the member.



James L. Turner
Authorized Representative of
Richard J. Mitchell, the Member

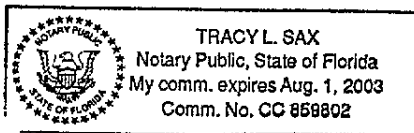
SWORN TO AND SUBSCRIBED before me this 3rd day of SEPT. 1999 by JAMES L. TURNER, who is personally known to me or who has produced PERSONALLY KNOWN as identification. If no type of identification is indicated, the above-named person is personally known to me.



Signature of Notary Public

TRACY L SAX
Print Name of Notary Public

(Notary Seal)



I am a Notary Public of the State of _____, and my commission expires on _____