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## ARTICLES OF ORGANIZATION OF NORTH BAY MARINA INVESTMENTS, L.L.C.

SECRETARY OF STATE DIVISION OF CORPORATIONS

99 SEP 13 PH 3: 16

ARTICLE I NAME

The name of this Limited Liability Company shall be North Bay Marina Investments, L.L.C. (the "Company).

ARTICLE II DURATION

The period of duration of the Company shall be perpetual, and the Company shall be in existence until dissolved in a manner provided by law, or as provided in the Regulations.

ARTICLE III PURPOSE

The Company is created for the purpose of transacting and engaging in any activity or business authorized under the Florida Statutes.

### ARTICLE IV PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 1500 San Remo Avenue, Suite 125, Coral Gables, FL 33146, and such other place or places as the member from time to time may determine. The mailing address of the Company is 1500 San Remo Avenue, Suite 125, Coral Gables, FL 33146.

## ARTICLE V INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered agent of the Company shall be Atrium Registered Agents, Inc. The address of the initial registered agent is 1500 San Remo Avenue, Suite\_125, Coral Gables, FL 33146.

#### ARTICLE VI MEMBER

The Company shall have one (1) member at the time of formation. The name and address of the member is:

Javier Hawley 1500 San Remo Avenue, Suite 125 Coral Gables, FL 33146

#### ARTICLE VII MANAGEMENT

All business of the Company will be conducted under the exclusive management of its member who will vote according to his proportionate interest in the Company and shall have exclusive authority to act for the Company in all matters.

#### ARTICLE VIII NEW MEMBERS

No additional members shall be admitted to the Company, and no member may transfer his or her interest in the Company, except, in either case as set forth in the Regulations, and if there are no Regulations then in effect, by unanimous consent of all of the members. No transferee shall have the right to participate in the management of the business and affairs of the Company or become a member unless admitted as a member upon such terms and conditions as set forth in the Regulations, and if no regulations are in effect, upon the unanimous consent of all of the members. Contributions of new members shall be determined as of their time of admission to the Company.

## ARTICLE IX DISSOLUTION AND MEMBERS RIGHTS TO CONTINUE BUSINESS

The Company shall be terminated and dissolved upon:

- (A) the vote of all holding an interest in the Company;
- (B) the expiration of the term of the Company; or
- (C) the death, retirement, or resignation of a member, if the remaining members do not vote unanimously to continue the business of the Company.

	he undersigned have caused these Articles of Organization to optember, 1999, effective upon filing same with the Florida  NORTH BAY MARINA WESTMENTS, L.L.C.  BY:
STATE OF FLORIDA ) SS:	Javier Huteley, Methber
by Javier Hawley, who did execute personally known to me, or who has	s acknowledged before me this Lot day of September, 1999, the foregoing Articles of Organization as member, who is produced as orn, acknowledged before me that he executed the same freely in expressed.
	Signature - NOTARY PUBLIC
Alina Artamendi Commission # CC 731040 Expires April 6, 2002 BONDED THRU ATLANTIC BONDING CO., INC.	Printed Name of NOTARY PUBLIC
	Commission Number

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### CERTIFICATE 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 DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN FLORIDA.

WA.		
1	The name of the limited liability company is:	

North Bay Marina Investments, L.L.C.

The name and address of the registered agent and office is:

Atrium Registered Agents, Inc. 1500 San Remo Avenue, Suite 125 Coral Gables, Florida 33146

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

ATRIUM REGISTERED AGENTS, INC.

By: Kolut a. Stanon
ROBERT A. STAMEN, Vice President

Date: Sept. 1999

#### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned	l member or authoriz	zed representative of a	a member of North	Bay Marina
Investments, L.L.C., aft	er being duly sworn,	deposes and says:		

1. The above named limited lia	The above named limited liability company has at least one member.				
2. The total amount of cash con (\$10,000).	<b>y</b>				
(410,000).					
3. The agreed value of property, if any, other than cash contributed by the initial member is N/A. A description of the property (if any) is attached and made a part hereof.					
4. The total amount of cash or property anticipated to be contributed by the member is Ten Thousand Dollars (\$10,000). This includes amounts from 2 and 3 above.					
	NORTH BAY MARINA DIVESTMENTS, L.L.C.				
	By: JAVIHRUAWLEY, Member				
STATE OF ELOPIDA:					
STATE OF FLORIDA ) ) SS					
COUNTY OF MIAMI-DADE )					
The foregoing instrument was acknowledged before me this <u>to L</u> day of September, 1999, by JAVIER HAWLEY, who is personally known to me or who has produced					
Fla. Dewales Lic. as identification	on.				
	(SEAL)				
	(SERE)				
	_ (Lua (Sanashi				
	Signature of Notary Public				
Alina Artamendi					
6 & % Commission # CC 731040	Printed Name of Notary Public				
Expires April 6, 2002  BONDED THRU  ATLANTIC BONDING CO., INC.	Timed Ivanic of Ivolary I done				
7.5	NOTARY PUBLIC				
	Title				
	My Commission Expires:				