

L99000007254

Florida Department of State  
Division of Corporations  
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## To:

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Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
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## LIMITED LIABILITY COMPANY

SEASCAPES UNLIMITED, L.L.C.

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

November 1, 1999

EMPIRE CORPORATE KIT COMPANY

SUBJECT: SEASCAPES UNLIMITED, L.L.C.  
REF: W99000025049

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

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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) 487-6020.

Tammi Cline  
Document Specialist

FAX Aud. #: H99000027525  
Letter Number: 999A00052160

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

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**ARTICLES OF ORGANIZATION**

**OF**

**SEASCAPES UNLIMITED, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company shall be:

**SEASCAPES UNLIMITED, L.L.C.**

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Company shall be:

2710 Alternate 19 N., Suite 304  
Palm Harbor, FL 34683

**ARTICLE III - DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall terminate not later than January 1, 2009 unless the Company is earlier dissolved as provided in these Articles of Organization.

Prepared by:  
Joseph C. Skalski  
14010 Roosevelt Blvd., Ste. 708  
Clearwater, FL 33762  
(727) 536-5001  
Florida Bar No. 0802085

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**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is:

Joseph C. Skalski  
14010 Roosevelt Blvd., Ste. 708  
Clearwater, FL 33762

**ARTICLE V - CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A".

**ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

**ARTICLE VII - ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her or its interest approve of the proposed transfer by unanimous written consent.

**ARTICLE VIII - TERMINATION OF EXISTENCE**

The Company shall be dissolved upon the death, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there is at least one remaining member.

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JANUARY 1999

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## ARTICLE IX - MANAGEMENT

The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the company is:

Thomas E. Whitney  
844 Bayshore Drive  
Tarpon Springs, FL 34689

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Clearwater, Florida on this 28 day of OCTOBER, 1999.

Laurel M. Swim  
Laurel M. Swim

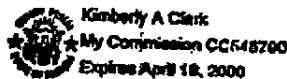
STATE OF FLORIDA

COUNTY OF PINELLAS

Before me personally appeared Laurel M. Swim, to me well known to be the organizer of the above limited liability company and who subscribed the above Articles of Organization.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this 28 day of OCTOBER, 1999.

Kimberly A. Clark  
NOTARY PUBLIC, State of Florida  
My Commission Expires:



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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of **SEASCAPES UNLIMITED, L.L.C.**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity, and agrees to comply with the provisions of all the statutes relating to the proper and complete performance of my duties, and is familiar with and accept the obligations of the position as registered agent.

  
 Joseph G. Skalski, Registered Agent

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