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APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AU-THORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER AFOREIGN LIMITED LIABILITY COMPANYTO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

Island Express Boat Lilame of foreign limited liability coC." if not so contained in the nar	mpany must end with th	a words "limited company" or their abbrote: L.L.G. Is not an acceptable suffix in	eviation 1 Florida.)
Ohio lurisdiction under the law of whic ompany is organized)	h foreign limited liability	3. 31-1523942 (FEI number, if applicable)	01VIS
April 21, 1997	5 Per	petual	97 OCT 1
(Date of Organization)	(Duration: or perp	Year limited liability company will cease	to exist
Upon qualification (Date first transacted business in	n Florida. (See sections 608.	501, 608.502, and 817.155, F.S.)	1: 02
1630 Willow Drive, Sa	andusky, Ohio 4487)	
ist and indicate in title space		title, and business address ofeac	h manag
	provided the name, r[MGR]. It is not ned	title, and business address ofeac	
ist and indicate in title space ember[MGRM] or manage attach additional page if necessar	e provided the name, r[MGR]. It is not ned ry)	title, and business address of eac essary to list members.	
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istand indicate in title space ember[MGRM] or manager attach additional page if necessar NAME & ADDRESS: Kevin J. Baxter 1630 Willow Drive Sandusky, Ohio 44870	e provided the name, r[MGR]. It is not nec ry) TITLE: MGR	ntitle, and business address of each essary to list members. NAME & ADDRESS: Andrews S. Martin 109 Cedar Foint Roadway	TITLE

Filing Fee: \$ 52.50 for Application

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDAE 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:Island Express Boat
	Lines, Ltd.L.L.C.
2.	The name and address of the registered agent and office is:
	CT CORPORATION SYSTEM
	(Name)
	c/o C T CORPORATION, 1200 South Pine Island Road, (P.O. Box not acceptable)
	Plantation, Florida 33324 (City/State/Zip)

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.

CT CORPORATION SYSTEM

(Signature)

(Date)

(Citte)

FILING FEE: \$ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

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The undersigned member or authorized representative of a member ofIsland_Express?					
Boat Lines, Ltd L.L.C.	deposes and says:				
1) the above named limited liability company has a	at least two members				
2) the total amount of cash contributed by the me	ember(s) is \$ 348,495.89 .				
3) if any, the agreed value of property other than \$ N/A . A description of the p	cash contributed by member(s) is property is attached and made a part hereto.				
4) the total amount of cash or property anticipates \$ 348,495,89 This total includes amount	d to be contributed by member(s) is				

Signature of a member or authorized representative of a member. (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.)

Filing Fee: \$ 52.50 for Affidavit

UNITED STATES OF AMERICA, STATE OF OHIO, OFFICE OF THE SECRETARY OF STATE.



I, Bob Taft, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations and Miscellaneous filings; that said records show ISLAND EXPRESS BOAT LINES, LTD., an Ohio Limited Liability Company, Registration No. 976165, was organized within the State of Ohio on April 21, 1997 and is currently in FULL FORCE AND EFFECT upon the records of this office.



WITNESS my hand and official
seal at Columbus, Ohio this
6th day of October, A.D. 1997

Bob Taft

Bob Taft Secretary of State