

Filing Fee: \$150.00

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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615

LIMITED LIABILITY COMPANY

ARTICLES OF ORGANIZATION

2009 JUN 10 AM 9:56

Pursuant to the provisions of Chapter 7-16 of the General Laws of Rhode Island, 1956, as amended, the following Articles of Organization are adopted for the limited liability company to be organized hereby:

1. The name of the limited liability company is:

MIDWAY MARINE, LLC

2. The address of the limited liability company's resident agent in Rhode Island is:

3852 MAIN ROAD TIVERTON, RI 02878
(Street Address, not P.O. Box) (City/Town) (Zip Code)

and the name of the resident agent at such address is RICHARD S. HUMPHREY, ESQ.
(Name of Agent)

3. Under the terms of these Articles of Organization and any written operating agreement made or intended to be made, the limited liability company is intended to be treated for purposes of federal income taxation as:

(Check one box only)

☐ a partnership or ☐ a corporation or ☒ disregarded as an entity separate from its member

4. The address of the principal office of the limited liability company if it is determined at the time of organization:

3852 MAIN ROAD, TIVERTON, RHODE ISLAND 02878

(If not determined, so state)

5. The limited liability company has the purpose of engaging in any lawful business, and shall have perpetual existence until dissolved or terminated in accordance with Chapter 7-16, unless a more limited purpose or duration is set forth in paragraph 6 of these Articles of Organization.

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6. Additional provisions, if any, not inconsistent with law, which the members elect to have set forth in these Articles of Organization, including, but not limited to, any limitation of the purposes or duration for which the limited liability company is formed, and any other provision which may be included in an operating agreement:

SEE EXHIBIT A ATTACHED.

7. Management of the Limited Liability Company:

- A. The limited liability company is to be managed ☐ by its members. *(If you have checked this box, go to item no. 8.)*

or

- B. The limited liability company is to be managed ☒ by one (1) or more managers. *(If the limited liability company has managers at the time of the filing of these Articles of Organization, state the name and address of each manager.)*

<u>Manager</u>	<u>Address</u>
DOUGLAS JOHNSTON	3852 MAIN ROAD, TIVERTON, RI 02878

8. The date these Articles of Organization are to become effective, if later than the date of filing, is:

UPON FILING

(not prior to, nor more than 30 days after, the filing of these Articles of Organization)

Name and Address of Authorized Person:

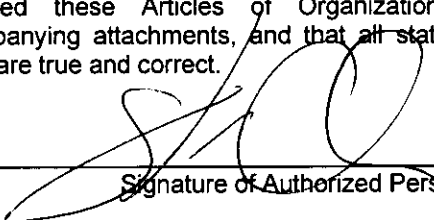
STEVEN A. CLARK, ESQ.

205 CHURCH STREET, SUITE 506

NEW HAVEN, CT 06510

Under penalty of perjury, I declare and affirm that I have examined these Articles of Organization, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: 6/1/09



Signature of Authorized Person

EXHIBIT A

To design, operate, charter, build, construct, finish, equip, fit out, refuel, lubricate, service, repair, overhaul, renovate, recondition, refinish, clean, paint, berth, dock, store, maintain and generally keep in operating condition, buy, sell, display, import, export, lease as lessor or lessee, act as insurance and credit brokers and agents in connection with, and generally deal in and with any lawful capacity, any and all kinds of boats, ships, yachts, watercraft, vessels of all types, marine and marine equipment and, in connection therewith and independent thereof, to own, operate, buy, sell, mortgage, maintain, manage, lease as lessor or lessee, license the use of, as licensor or licensee, obtain, receive, distribute and grant franchises, options, royalties and rights of all kinds in respect of, and generally deal in and with, whether as principal, agent, broker, or otherwise, any and all kinds of improved and unimproved real and personal property and riparian rights, fuels, lubricants, equipment, supplies, accessories, berthing, docking, wharf and working areas, sites, basins, boat and shipping yards, mobile, portable and stationary establishments for selling, supplying, and rendering services on boats, yachts, ships, watercraft, marine and marine equipment, and for selling and dealing in goods, wares, and merchandise capable of use in or about boats, watercraft, marine and marine equipment, yachts, ships and refreshment and other stands and facilities, and to do everything necessary, useful and convenient in furtherance of the objects of the corporation, including the furnishing of services of skilled and unskilled personnel, and to engage in any lawful act or activity for which limited liability companies may be formed under the Rhode Island Limited Liability Act (the "Act"). Except as expressly provided, the foregoing statement is not intended to limit or restrict in any manner the exercise of all powers conferred upon the Limited Liability Company by the Act.



State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island
and Providence Plantations, hereby certify that this document, duly
executed in accordance with the provisions of Title 7 of the General Laws
of Rhode Island, as amended, has been filed in this office on this day:

A. RALPH MOLLIS

Secretary of State

