CAPITAL CONNECTION, INC.
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SKICAM, L.C.

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****125.00 ****125.00

- ____ Art of Inc. File
- ____ LTD Partnership File
- ____ Foreign Corp. File
- ✓ L.C. File
- ____ Fictitious Name File
- ____ Trade/Service Mark
- ____ Merger File
- ____ Art. of Amend. File
- ____ RA Resignation
- ____ Dissolution / Withdrawal
- ____ Annual Report / Reinstatement
- ____ Cert. Copy
- ✓ Photo Copy
- ____ Certificate of Good Standing
- ____ Certificate of Status
- ____ Certificate of Fictitious Name
- ____ Corp Record Search
- ____ Officer Search
- ____ Fictitious Search
- ____ Fictitious Owner Search
- ____ Vehicle Search
- ____ Driving Record
- ____ UCC 1 or 3 File
- ____ UCC 11 Search
- ____ UCC 11 Retrieval
- ____ Courier

01 AUG 27 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
APPROVED AND FILED

01 AUG 27 AM 10:56
DIVISION OF CORPORATIONS
RECEIVED

8-27-01

Signature

Requested by: CD 8/27/01 11:00
Name Date Time

Walk-In ____ Will Pick Up ____

ARTICLES OF ORGANIZATION

OF

SKICAM, L.C.

The undersigned for the purpose of forming a limited liability company under the Florida Limited Liability 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 SkiCam, L.C.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND ADDRESS

The principal place of business and the address of the Company in Florida shall be 8100 15th Street East, Sarasota, Florida 34243, and its mailing address is 8100 15th Street East, Sarasota, Florida 34243.

ARTICLE III - PURPOSES AND POWERS

The general purpose for which the Company is organized is to engage in the purchase and resale of ski boats and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida in connection therewith. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Kenneth L. Sanborn, at 8100 15th Street East, Sarasota, Florida 34243.

ARTICLE V - ADDITIONAL CAPITAL CONTRIBUTIONS

No additional contributions of cash or property are required to be made to the Company, except as the members may otherwise unanimously agree upon as provided in the Regulations of the Company to be hereafter adopted by the Members of the Company (the "Regulations").

ARTICLE VI - ADDITIONAL MEMBERS

(i) The Members may admit to the Company additional Member(s) to participate in the profits, losses, available cash flow, and ownership of the assets of the Company on such terms as are determined by all of the Members, (ii) admission of any such Additional Member(s) requires the written consent of the Members then having a majority interest in the Company, and (iii) any Additional Members are allocated gain, loss, income or expense by the method provided in these Regulations, and if no method is specified, then as may be permitted by Section 706(d) of the Code.

ARTICLE VII - CONTINUATION OF BUSINESS

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VIII - MANAGEMENT

The Company shall be managed by its members. The Regulations shall require the unanimous vote of the members for all decisions of the Company. The signature of a Managing Member of the Company signing on behalf of the Company or the signature of a person designated as an officer of the Company under the Regulations may be relied on as sufficient evidence of the action of the Company and that such action has been authorized by the unanimous consent of the Members.

ARTICLE IX - OPERATING AGREEMENT

The Members of the Company shall hereafter adopt the Operating Agreement setting forth all the terms, provisions, conditions and covenants by which the Company will be governed. The power to adopt, alter, amend or repeal the Operating Agreement shall be vested in the Members of the Company by unanimous written consent.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of organization this 20 day of August, 2001.

________________________ (SEAL)
KENNETH L. SANBORN, As its Member

________________________ (SEAL)
PATRICIA J. SANBORN, As its Member

STATE OF FLORIDA
COUNTY OF SARASOTA

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared KENNETH L. SANBORN and PATRICIA J. SANBORN, who [X] are personally known to me or who [ ] have produced ________________ as identification.

WITNESS my hand and official seal this 20 day of August, 2001, at Sarasota, Florida.

(NOTARIAL SEAL)

Michelle E. Welburn
NOTARY PUBLIC
State of Florida
Commission No. 023161
Expiration May 7, 2005
Notary ID 942850

____
Notary Public
State of Florida at Large
My Commission Expires:

01 AUG 27 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
APPROVED AND FILED

ACCEPTANCE

I hereby accept to act as initial Registered Agent for SkiCam, L.C., as stated in these Articles of Organization.

____
KENNETH L. SANBORN