

LD6000072727

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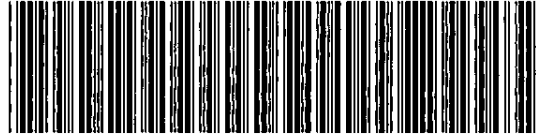
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W. Collins APR 2 - 2008

Gary B. Davenport, P.A.
Attorney

March 28, 2008

Via Federal Express

Registration Section, Division of Corporations
Florida Department of State, Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Articles of Amendment to Articles of Organization
of Newcastle Shipyards, LLC, L06000072727

Ladies/Gentlemen:

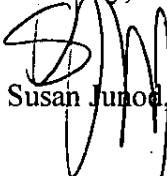
The enclosed Articles of Amendment and fee is submitted for filing.

Please return all correspondence concerning this matter to the following:

Susan Junod
Gary B. Davenport, PA
P.O. Box 1012
Flagler Beach, FL 32136-1012

For further information concerning this matter, please call Susan Junod at 386/ 439-6892.
Enclosed is our check in the amount of \$25.00 representing the filing fee.

Sincerely,



Susan Junod, Paralegal

Enclosure

cc: Deborah Keith, via email: Debbie@newcastleyacht.com

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

**NEWCASTLE SHIPYARDS, LLC
(a Florida limited liability company)**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The Articles of Organization for this Limited Liability Company were filed on July 21, 2006 and assigned Florida document number L06000072727.

This amendment is submitted to amend the following:

Article V:

The name and address of the Manager is Kevin Keith, 5658 North Oceanshore Blvd., Palm Coast, FL 32137.

The names and addresses of the Members are:

Keith Marine, Inc., 195 Comfort Road, Palatka, FL 32177

Newcastle Marine of Flagler County, Inc., 5658 North Oceanshore Blvd., Palm Coast, FL 32137

Richard Keith, 809 Kalli Creek Lane, St. Augustine, FL 32080

Grace Keith, 809 Kalli Creek Lane, St. Augustine, FL 32080

Effective Date: February 8, 2008.


Gary B. Davenport, Authorized Representative