

L010000002098

WITTE & CRAIG, P.A.

*Attorneys at Law*

LARRY F. WITTE  
HUNTER B. CRAIG

201 SOUTHEAST 24th AVENUE  
POMPANO BEACH, FLORIDA 33062  
(954) 941-5533  
FAX NO. (954) 942-0146

February 6, 2001

VIA FEDERAL EXPRESS

Florida Department of State  
Registration Section  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

300003656573--4  
-02/07/01--01095--006  
\*\*\*\*155.00 \*\*\*\*155.00

Re: Yachts Offshore, L.L.C.

Ladies and Gentlemen:

Enclosed please find the original and one copy of the executed Articles of Organization of the above-referenced limited liability corporation. Also enclosed is our trust account check in the amount of \$155.00 representing the filing fee of \$100.00 for the Articles of Organization, filing fee of \$25.00 for the Designation and Acceptance of the Resident Agent and \$30.00 for a certified copy.

Please file the enclosed and return the certified copy at your earliest convenience. Thank you for your assistance with this matter. If you should require anything further, or have any questions, please do not hesitate to contact me at your convenience.

Very truly yours,

  
Larry F. Witte

FILED  
01 FEB -7 AM 11:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Date	
Document	
Examiner	
Enclosures	200
Updated by:	Mr. Stuart Webb
Updater	
Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

**ARTICLES OF ORGANIZATION**  
**OF**  
**YACHTS OFFSHORE, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, hereby makes, acknowledges, and files the following Articles of Organization.

**ARTICLE I -- NAME**

The name of the limited liability company shall be YACHTS OFFSHORE, L.L.C. ("company").

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the company is 151 West Cypress Creek Road, Suite 300, Fort Lauderdale, Florida 33309.

**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 be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

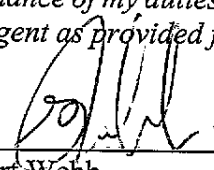
FILED  
01 FEB - 7 AM 11:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE IV -- REGISTERED AGENT, REGISTERED OFFICE &  
REGISTERED AGENT'S SIGNATURE**

The name and street address of the registered agent are:

Stuart Webb  
1451 West Cypress Creek Road, Suite 300  
Fort Lauderdale, Florida 33309

*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 as provided for in Chapter 608, F.S.*

  
\_\_\_\_\_  
Stuart Webb

**ARTICLE V -- ADMISSION OF NEW MEMBERS**

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on 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 of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

**ARTICLE VI -- MANAGEMENT**

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may

01 FEB - 7 AM 11:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

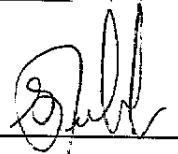
FILED

contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are:

Billy C. Cook  
P.O. Box 345 APO  
Grand Cayman, Caman Islands

Stuart Webb  
1451 W. Cypress Creek Road, #300  
Ft. Lauderdale, FL 33309

The undersigned organizer has made and subscribed these Articles of Organization at  
Pompano Beach, FL, on FEBRUARY 6, 2001.



FILED  
01 FEB - 7 AM 11:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA