

Division of Corporations

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**L010000010552****Florida Department of State**

Division of Corporations

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Katherine Harris, Secretary of State

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**To:**

Division of Corporations  
Fax Number : (850) 205-0383

**From:**

Account Name : HOLLAND & KNIGHT - ST. PETE  
Account Number : I19990000004  
Phone : (727) 824-6135  
Fax Number : (727) 822-8048

**AL****LIMITED LIABILITY COMPANY****SIESTA KEY BOAT RENTALS, LLC**

Certificate of Status	0
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**L01-10552**  
**GA 6/28**

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**ARTICLES OF ORGANIZATION  
for**

**SIESTA KEY BOAT RENTALS, LLC  
a Florida Limited Liability Company**

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

1. The name of this company shall be:

**SIESTA KEY BOAT RENTALS, LLC**

and the address of its initial principal office is:

1265 Old Stickney Point Road  
Sarasota, Florida 34242

and its mailing address is the same.

2. The company shall exist until dissolved in a manner provided by law, these Articles or Regulations adopted by the members.

3. The name and street address of the initial registered agent and office for this company is as follows:

**HOLLAND & KNIGHT, LLP  
1001 3rd Avenue West  
Suite 600  
Bradenton, Florida 34205**

4. Additional members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such a new member, in the manner set forth in the Regulations of this Company.

5. This limited liability company shall be dissolved upon the occurrence of any of the following events:

(a) By the unanimous written agreement of all members.

(b) Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, unless the

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business of the limited liability company is continued by the consent of all remaining members or under a right to continue stated in the articles of organization of the limited liability company.

6. The business of the Company shall be managed by its Members, but the company has the right to hire a manager or managers to assist in the operation of the company.

7. The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members.

8. Except as otherwise provided by Law, no debt shall be contracted nor liability incurred by or on behalf of this company except by the all the Members, unless otherwise provided in the regulations or further action of the Members.

9. A member shall not receive out of the Company property any return of his or her contribution until:

(a) all liabilities of the company, except liabilities to Members on account of their contributions to capital, have been paid or sufficient property of the company remains to pay them,

(b) the consent of all Members is had, unless the return of the contribution to capital may be rightfully demanded,

(c) these Articles are canceled or so amended as to set out the withdrawal reduction,

A Member shall be entitled to the return of his or her contribution in the manner provided for in the regulations of the Company.

10. The Company shall have all powers authorized by law, as well as any additional lawful powers to effectuate and complete its business transactions.

IN WITNESS WHEREOF, the undersigned Authorized Representative has hereunto set his hand and seal this 21<sup>st</sup> day of June, 2001.

  
HUGHE E. McGUIRE, JR.

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Having been named as Registered agent and to accept service of process for the above stated limited liability company, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of a 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.

HOLLAND & KNIGHT, LLP.

BY: 

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## NOTICE OF CONSENT TO USE OF CORPORATE NAME

Secretary of State of Florida  
Corporation Department  
409 E. Gaines Street  
Tallahassee, Florida 32399

RE: Notice of Consent to Use of Corporate Name/Siesta Key Boat Rental, Inc.

Dear Sir or Madam:

The undersigned, a corporation duly organized and existing under the laws of the State of Florida, having filed Articles of Amendment with the Secretary of State of Florida to amend the corporate name, does hereby grant permission and approve the filing of Articles of Incorporation for the following named corporation: SIESTA KEY BOAT RENTAL, INC.

I understand that this approval is necessary due to the similarity of the names.

Dated: June 14, 2001

Signed, Sealed and Delivered  
in the Presence of:

Print: JAMES D. REILLY

Print: Corbin M. Cox

MCDUFFEE, INC., a Florida corporation,  
f/k/a SIESTA KEY BOAT RENTAL, INC.

By: David D. McDuffee

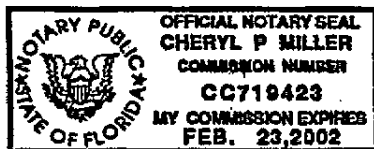
David D. McDuffee  
As its President

ATTEST: Linda R. McDuffee

Linda R. McDuffee  
As its Secretary  
(Corporate Seal)

STATE OF FLORIDA  
COUNTY OF SARASOTA

THE FOREGOING instrument was acknowledged before me on the 14<sup>th</sup> day of June, 2001, by DAVID D. MCDUFFEE, as President, and LINDA R. MCDUFFEE, as Secretary of the corporation, who are personally known to me or who produced \_\_\_\_\_ as identification and who did not take an oath.



Cheryl P. Miller  
Print: CHERYL P. MILLER  
NOTARY PUBLIC

My commission expires: FEB. 23, 2002

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