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PROFESSIONAL LIMITED LIABILITY COMPANY 37000 GRAND RIVER AVENUE, SUITE 350

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OF COUNSEL

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GERALD A. GRIMES

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WILLIAM W. DECKER, JR.

FRANK C. KERR

October 17, 2001

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

Re:

First Yacht Sales, L.L.C. Our File No. 8023-50

200004651892--2 -10/24/01--01054--009 \*\*\*\*125.00 \*\*\*\*125.00

Dear Sir or Madam:

Enclosed, please find Articles of Organization for Florida Limited Liability Company along with a check in the amount of \$125.00, made payable to the Florida Department of State with regard to the above referenced Company. Please process these documents in accordance with your usual procedures.

If you have any questions regarding this matter, please contact the undersigned.

Very truly yours,

HALIW, SICILIANO and MYCHALOWYCH, F.L.C.

Andrew W. Mychalowych

AWM:amr Enclosures

cc: Mr. David M. Clapper
H:\clients\A-G\Atlantic\First Yacht Sales, LLC\dept of state.01.awm.wpd

LOI-18505

## ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

#### **ARTICLE I - Name:**

The name of the Limited Liability Company is:

First Yacht Sales, L.L.C.

#### **ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:

1638 River Lane, Fort Lauderdale, Florida 33316

## ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

<u>David M. Clapper</u>
Name
1638 River Lane
Florida street address (P.O. Box NOT acceptable)
Fort Lauderdale, FL 33316
City, State, and Zip

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.

Registered Agent's Signature

### Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

(An additional article must be added if an effective date is requested)

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

David M. Clapper

Typed or printed name of signee

#### Filing Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)