

L02000003371

## Florida Department of State

Division of Corporations

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## To:

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

## From:

Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305)599-0839  
Fax Number : (305)716-0346

## LIMITED LIABILITY COMPANY

## PERFORMANCE MARINE SALES AND SERVICE LLC

|                       |          |
|-----------------------|----------|
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 7, 2002

FAS-T CORP AGENTS, INC.

SUBJECT: PERFORMANCE MARINE SALES AND SERVICE LLC  
REF: W02000003684

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You refer to the Articles as Articles of Incorporation, however, they are Articles of Organization. Please remove any reference or terms regarding Corporations, Corporate, Incorporation from the document. Also, you mention Stock, however, Limited Liability Companies do not have stock, you must remove any reference to this from the document.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges  
Document Specialist

FAX Aud. #: H02000031982  
Letter Number: 302A00007700

**ARTICLES OF ORGANIZATION**

**OF**

**Performance Marine Sales and Service LLC**

The undersigned hereby file these Articles in order to form a Limited Liability Company under the laws of the State of Florida.

**ARTICLE I**

**Name**

The name of this Limited Liability Company shall be:

**Performance Marine Sales and Service LLC**

**ARTICLE II**

**Address**

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

**7701 NW 54 Street  
Miami, FL 33166**

**ARTICLE III**

**Amendment**

These Articles of Organization may be amended in any manner now or hereafter provided for by law and all rights conferred upon shareholders hereunder are granted subject to this reservation.

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## ARTICLE VI

### Management

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

By:   
Signature of Management Member  
Manuel Ledesma

By:   
Signature of Management Member  
Eduardo DeVarona

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*(In accordance with section 508.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)*

## ARTICLE VII

### By-Laws

The members of management shall adopt By-Laws for the Limited Liability Company. The By-Laws may be amended, altered or repealed by the shareholders or management in any manner permitted by the By-Laws.

## ARTICLE VIII

### Financial Information

The Limited Liability Company shall be required to file a balance sheet and a profit and loss statement to its registered office. This provision shall be deemed to have been ratified by the shareholders each fiscal year by the shareholders not later than four (4) months after the close of such year.

ARTICLE IV

**Registered Agent, Registered Office and Registered Agent's  
Signature:**

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

**Manuel Ledesma  
7701 NW 54 Street  
Miami, FL 33166**

*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.*

By: \_\_\_\_\_

*Manuel Ledesma*  
Manuel Ledesma  
Registered Agent's Signature

ARTICLE V

**Term of Existence**

**This Limited Liability Company shall exist perpetually unless dissolved according to law.**

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