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ACCOUNT NO. : 072100000032

REFERENCE : 415909 9081A

AUTHORIZATION : *Patricia Pizute*

COST LIMIT : \$ 155.00

ORDER DATE : February 26, 2002

ORDER TIME : 12:57 PM

ORDER NO. : 415909-005

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CUSTOMER NO: 9081A

CUSTOMER: Ms. Lisa K. Johnson
Maclean & Ema

2600 Ne 14th Street Causeway

Pompano Beach, FL 33062

DOMESTIC FILING

NAME: PREMIER YACHT SALES, L.L.C.

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight EXT. 1156

EXAMINER'S INITIALS:

RECEIVED
02 FEB 26 PM 2:45
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

02 FEB 26 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

2002-2

ARTICLES OF ORGANIZATION OF
PREMIER YACHT SALES, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY

THE UNDERSIGNED, DONALD R. WOODRUFF, constituting all the voting members of PREMIER YACHT SALES, L.L.C. (the "Limited Liability Company") pursuant to Florida Statute 608.407 does hereby execute these Articles of Organization of PREMIER YACHT SALES, L.L.C. for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act and does hereby state and set forth:

1. The name of the Limited Liability Company is PREMIER YACHT SALES, L.L.C.
2. The period of duration of PREMIER YACHT SALES, L.L.C. shall be perpetual.
3. The mailing address and street address of the principal office of the Limited Liability Company 2800 N.E. 30th Avenue, Apt. B12, Lighthouse Point, Florida 33064.
4. The name of the initial registered agent in Florida for the Limited Liability Company is DONALD R. WOODRUFF and his street address is 2800 N.E. 30th Avenue, Apt. B12, Lighthouse Point, Florida 33064. The acceptance of DONALD R. WOODRUFF as registered agent appears after the execution of these Articles of Organization below.
5. No members shall be allowed to admit additional members except by a unanimous vote of the voting members of the Limited Liability Company, or upon such other vote as may be prescribed by the Limited Liability Company regulations.
6. The Limited Liability Company shall not dissolve and the remaining members of the Limited Liability Company shall continue its business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member of the Limited Liability Company.
7. The management of the Limited Liability Company is reserved to its voting members. The names and addresses of the voting members of the Limited Liability Company are:
 - a. DONALD R. WOODRUFF, 2800 N.E. 30th Avenue, Apt. B12, Lighthouse Point, Florida 33064.
8. All other matters regarding the relative rights of the voting and non-voting members of the Limited Liability Company, and the operations of the Limited Liability Company shall be determined by the Limited Liability Company regulations. The power to adopt, alter, amend, or repeal the regulations of the Limited Liability Company shall

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be vested in the voting members of the Limited Liability Company.

Executed this 26th day of February, 2002 by DONALD R. WOODRUFF, as voting member(s).

By: Donald R. Woodruff
DONALD R. WOODRUFF

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

THE UNDERSIGNED, DONALD R. WOODRUFF, does hereby accept his appointment as registered agent of PREMIER YACHT SALES, L.L.C., a Florida Limited Liability Company and does hereby acknowledge that he is familiar with and accepts the obligations of that position and will discharge his duties in accordance with statute.

EXECUTED this 26th day of February, 2002.

Donald R. Woodruff
DONALD R. WOODRUFF, Registered Agent

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