

L100000101076

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOV 25 2013

T. BROWN

Bolaños Truxton, P.A.

**2121 Ponce De Leon Boulevard
Suite 950
Coral Gables, Florida 33134
Telephone: (305) 567-0424
Facsimile: (305) 567-0423**

**12800 University Drive
Suite 350
Ft. Myers, Florida 33907
Telephone: (239) 437-5421
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Reply to Ft. Myers

Email: WCueva@bolanostruxton.com

October 10, 2013

Federal Express

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: SBM Boats, LLC

To whom it may concern:

Please find enclosed the Amended and Restated Articles of Organization for SBM Boats, LLC, together with our check made payable to Florida Department of State in the amount of \$25.00 which represents the filing fee.

Please return a copy of the filed document to my attention in the enclosed self addressed stamped envelope.

If you have any questions, please do not hesitate to call.

Sincerely,



Wendi Cueva
Florida Registered Paralegal



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 15, 2013

WENDI CUEVA
BOLANOS TRUXTON, P.A.
12800 UNIVERSITY DR STE 350
FORT MYERS, FL 33907

SUBJECT: SBM BOATS, LLC
Ref. Number: L10000101076

We have received your document for SBM BOATS, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout 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) 245-6051.

Teresa Brown
Regulatory Specialist II

Letter Number: 513A00024096

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
SBM BOATS , LLC**

FILED
13 NOV 22 AM 11:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as the Manager of SBM BOATS , LLC, a Florida limited liability company (the "Company"), hereby confirms that the Members of the company have approved the following Amended and Restated Articles of Organization which replaces the Articles of Organization which were filed with the Secretary of State on September 28, 2010.

Article I – Name

The name of this Company is:

SBM BOATS, LLC

Article II– Principal Office

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

7040 N. Tamiami Trail
Sarasota, Florida 34243

Article III– Duration

The Company commenced its existence on October 1, 2010. The Company shall have perpetual existence.

Article IV - Management

The Company shall be managed by one or more Managers and is, therefore, a Manager-managed company. The Managers need not be Members of the Company. The name and address of the Manager is:

Michael Shrigley
9770 Bentgrass Bend
Naples, FL 34108

Article V – Admission of Additional Members

The Company may admit additional Members, with the approval of the Members, in accordance with the terms of the Operating Agreement of the Company.

Article VI – Limitation on Agency Authority of Members

No Member of the Company shall be an agent of the Company solely by virtue of being a Member, and no Member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a Member.

Article VII – Registered Agent

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

Bolaños Truxton, P.A.
12800 University Drive, Suite 350
Ft. Myers, Florida 33907

Article VIII – Amendment

These Articles of Organization may be amended or repealed upon the unanimous approval of then existing Members of the Company.

In Witness Whereof, the undersigned has executed the foregoing Amended and Restated Articles of Organization as the Manager of the Company as of this 12th day of November, 2013.

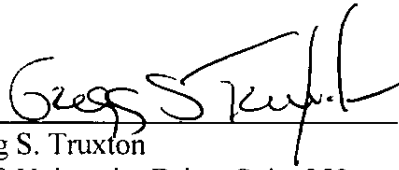
By: M.S. Shrigley
Michael Shrigley, Manager

**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON WHOM
SERVICE OF PROCESS WITH THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 608.415 and 608.507, Florida Statutes:

Having been appointed registered agent of SBM Boats, LLC, in its Amended and Restated Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that he is familiar with, and accepts, the obligations of such position.

Bolanos Truxton, P.A.

By: 
Gregg S. Truxton
12800 University Drive, Suite 350
Ft. Myers, Florida 33907

Dated: November 12, 2013.