

BRENNAN, HAYSKAR, JEFFERSON, GORMAN, WALKER & SCHWIERER, P.A.

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ROBERT J. GORMAN
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ROBERT V. SCHWIERER
WALKER

S. S. 300 SOUTH QUAKER STREET
CORP. BLDG. 1, FLORIDA 32302
PORT OFFICE BOX 3770
CORP. BLDG. 1, FLORIDA 32302
TELEPHONE (904) 486-2100
FAX (904) 486-0500

February 17, 1995

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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RE: SEA REX MARITIME, L.C.

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Gentlemen:

Enclosed herewith please find the original Articles of Organization for the above referenced limited liability company. You will also find this firm's check in the amount of \$302.50 which sum represents your filing fee for the same in the amount of \$250.00, plus a certified copy as filed of the Articles of Organization of \$52.50.

After filing, please return the certified copy to the undersigned.

Thank you.

Very truly yours,

Robert J. Gorman
Robert J. Gorman

RJG/cat

Enclosures

*Cont.
\$4,100.00*

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55 MAR 13 AM 10:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1095

B RE



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

February 22, 1995

ROBERT J CORMAN, ESQUIRE
PO BOX 3779
FT PIERCE, FL 34948-3779

SUBJECT: SEA REX MARITIME, L.C.
Ref. Number: W95000003989

We have received your document for SEA REX MARITIME, L.C. and your check(s) totaling \$302.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

There is a balance due of \$35.00.

CORPORATIONS BASIC FEES

Profit and NonProfit
Florida & Foreign Corp.

Filing Fees	\$35.
Registered Agent Designation	\$35.
Certified Copy	\$52.50
Total Fee Due	\$122.50

Certified Copy of any record	\$52.50
Reinstatement	\$175.00
Annual Report	\$61.25
plus Supplemental Fee of	\$138.75
Articles of Correction	\$35.00

RECEIVED FEB 27 1995

Revocation of Dissolution	\$35.00
Dissolution & Withdrawal	\$35.00
Amendment of any record	\$35.00
Certificate of Status	\$8.75
Name Reservation	
(120 day non-renewable)	\$35.00
Foreign Name Registration	\$87.50
Foreign Name Renewal	\$87.50
Merger	\$35.00 for each party
Substitute Service of process	
(Chapter 48)	\$8.75
Registered Agent Change	\$35.00
Registered Agent Resignations	
Active Corporations	\$87.50
Inactive Corporations	\$35.00
Resignation of Officer/Director	\$35.00
Trade & Service Marks	\$87.50 per class
Trade & Service Marks Renewals	\$87.50 per class
Trade & Service Mark Assignments	\$50.00

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 (904) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 595A00007935

ARTICLES OF ORGANIZATION

The undersigned hereby enter into these Articles of Organization of a Limited Liability Company, by and between LARRY KNYAL, and ALICE KNYAL, and PAUL LEKANIDES, and pursuant to Chapter 608, Florida Statutes, hereby organize SEA REX MARITIME, L.C. and further agree:

ARTICLE I

The name of the Limited Liability Company is SEA REX MARITIME, L.C..

ARTICLE II

The period of its duration shall be for thirty (30) years from the date of filing of these Articles of Organization with the Florida Department of State.

ARTICLE III

The Limited Liability is organized for the purposes as follows:

(a) To engage in the business of designing, creating, building, assembling, manufacturing boats and vessels of various types and sizes for members of the public, to be marketed directly and/or through dealers and/or distributors;

(b) To engage generally in refinishing, outfitting, equipping, customizing, and modifying vessels and boats; engaging generally in the maritime business by marketing, selling, installing marine components, accessories, and equipment included on new and used boats and vessels;

(c) To engage generally in all business ventures and activities allowed by law;

(d) To have all of the powers of Limited Liability companies generally organized and existing under Chapter 608, Florida Statutes or such powers as shall hereafter be conferred upon such companies by the laws of the State of Florida.

ARTICLE IV

The Limited Liability Company's place of business and its principal office shall be 1800 North U.S. Highway 1, Fort Pierce, Florida 34946. It's initial registered agent shall be Larry Knyal, 256 Marina Drive, Fort Pierce, Florida 34949.

ARTICLE V

The total amount of cash and agreed upon value of property other than cash contributed to the Company is as follows:

Larry Knyal:	
Assignment of leasehold rights, deposits and cash	\$ 1,075.00
Alice Knyal:	
Assignment of leasehold rights, deposits and cash	\$ 1,025.00
Paul Lekanides:	
Assignment of tools, equipment and cash	\$ 2,000.00

Additional contributions are not contemplated or required.

ARTICLE VI

Additional members may be admitted upon such terms, conditions, agreements and understandings as shall be agreed upon by the members including contributions to capital, future contributions of capital. No new member whether by acquisition of a capital position or acquisition in whole or in part of another member's interest in the Company shall be allowed except upon the mutual consent and agreement of each member to the proposed transfer or assignment or entry which consent shall be in writing; provided, however, that irrespective of such unanimous written consent, such transferee may, without having any participation or right of participation in the management and affairs of the Company or to become a member, shall be entitled to the share of profits or other income or return of contributions to which such person would otherwise be entitled based upon the proportionate share of capital of such person.

ARTICLE VII

Upon the death, retirement, resignation, bankruptcy, expulsion or dissolution of an entity member, or the occurrence of any other event which terminates the continued membership of a member

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TALLAHASSEE, FLA.

In the Company, the Company shall continue business unless a majority in interest of all of the remaining members determine, in writing, to terminate the Company, in which event Articles of Dissolution shall be prepared and filed.

ARTICLE VIII

The Company shall be managed by a manager or managers which shall be selected by the members on an annual basis and which manager or managers shall continue in such capacity until their successor(s) are duly elected and qualified and assume their duties. The initial manager and his address who shall serve until the first annual meeting of members or until his successor is elected and qualify is: Larry Knyal, 256 Marina Drive, Fort Pierce, Florida 34949.

IN WITNESS WHEREOF the undersigned has set his hand and seal this 8th day of February, 1995.

Robert J. Herman

Coni C. Tabors

Larry Knyal
Larry Knyal

Robert J. Herman

Coni C. Tabors

Alice L. Knyal
Alice Knyal

Robert J. Herman

Coni C. Tabors

Paul Lekandides
Paul Lekandides

STATE OF FLORIDA
COUNTY OF ST. LUCIE

BEFORE ME, the undersigned authority, personally appeared LARRY KNYAL, who is personally known to me or has produced ILL DL K540524-2336 as identification, and who did did not take an oath, and who subscribed the above Articles of Organization, and he did freely and voluntarily acknowledge before me, according to law, that he made the same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal, in the County and State last aforesaid this 8th day of February, 1995.

Robert J. Herman
Notary Public

My Commission Expires: Jan 1, 1996
NOTARY PUBLIC

STATE OF FLORIDA
COUNTY OF ST. LUCIE

BEFORE ME, the undersigned authority, personally appeared ALICE KNYAL, who is personally known to me or has produced ILL DL K540-0325-0665 as identification, and who did did not take an oath, and who subscribed the above Articles of Organization, and she did freely and voluntarily acknowledge before me, according to law, that she made the same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal, in the County and State last aforesaid this 8th day of February, 1995.


Robert J. Herman
Notary Public

My Commission Expires:

STATE OF FLORIDA
COUNTY OF ST. LUCIE

BEFORE ME, the undersigned authority, personally appeared PAUL LERANIDES, who is personally known to me or who has produced FDL 2253-684-49-208 as identification, and who did not take an oath, and who subscribed the above Articles of Organization, and he did freely and voluntarily acknowledge before me, according to law, that he made the same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal, in the County and State last aforesaid this 2nd day of February, 1995.



Notary Public

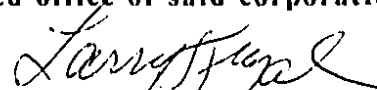
My Commission Expires:

NOTARY PUBLIC
MY COMMISSION EXPIRES
JANUARY 1, 1996
BONDED BY THE FLORIDA DEPARTMENT OF REVENUE

STATE OF FLORIDA
COUNTY OF ST. LUCIE

**ACKNOWLEDGMENT AND ACCEPTANCE OF
REGISTERED AGENT**

The undersigned, having been named as the Registered Agent for SEA REX MARITIME, L.C., and as agent to accept service of process of such limited liability company, at the place designated in Article IV, does hereby accept to act in this capacity, and agrees to comply with the provisions of Chapter 608 of the Florida Statutes, relative to keeping the registered office of said corporation open.



LARRY KNYAL

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of _____

SEA REX MARITIME, L.C. deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 2,000.00 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 2,100.00 . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is \$ 4,100.00 . This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.

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

ROBERT J. GORMAN, ESQUIRE
Representative of Larry Knyal, a member

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95 MAR 13 AM 10:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA