

Division of Corporations

Page

L970000001425

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H01000087270 4)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

From: Account Name : CARLTON FIELDS
Account Number : 076077000355
Phone : (813) 223-7000
Fax Number : (813) 229-4133

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 AUG -3 PM 3:33

FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 AUG -3 PM 3:25

RECEIVED

LIMITED LIABILITY AMENDMENT**DESTINY YACHTS, L.C.**

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$55.00

L97-1425
QR

H 01000087270 4

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
FOR
DESTINY YACHTS, L.C.**

The undersigned hereby forms and organizes a limited liability company pursuant to Section 608.407 of the Florida Limited Liability Company Act (the "Act") and adopts the following Articles of Organization of Destiny Yachts, L.C. (the "Company"):

01 AUG - 3 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE ONE

NAME

The name of the limited liability company is DESTINY YACHTS, L.C..

ARTICLE TWO

ADDRESS

The principal office and mailing address of this limited liability company is 401 SW 1st Avenue, Fort Lauderdale, Florida 33301.

ARTICLE THREE

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this limited liability company is 321 Royal Poinciana Plaza, Palm Beach, Florida 33480, and the name of the initial registered agent of this limited liability company at that address is ROBB R. MAASS.

ARTICLE FOUR

MANAGEMENT

The Company will be a manager-managed company.

ARTICLE FIVE

INDEMNIFICATION

H 01000087270 4

H 01000087270 4

To the fullest extent permitted by law, the Company shall indemnify any person who was or is a party to any proceeding by reason of the fact that he/she is or was a manager or a managing member of the Company or is or was serving at the request of the Company as a manager, managing member, officer, employee or agent of another limited liability company, corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including the appeal thereof, if he/she acted in good faith and in a manner he/she reasonably believed to be in, or not opposed to, the best interests of the Company and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful. The Company shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him/her in connection with any such liability in the manner provided for by law or in accordance with the regulations of the Company.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he/she may be lawfully entitled, nor shall anything therein contain or restrict the right of the Company to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, these Articles of Organization have been executed by an authorized representative of a Member of the Company as of July 31, 2001.



EDWARD G. WEINER, a member

H 01000087270 4