

L98000002439

LAW OFFICES

ENGLISH, MCCAUGHAN & O'BRYAN, P.A.

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TELEPHONE (561) 347-1700
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PHUNTER@EMOLAW.COM

October 9, 1998

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

700002662557--7
-10/13/98--01044--013
****337.50 ****337.50

Re: Equalizer Power Boats, LLC

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Organization and Affidavit of Membership and Contributions for the above-referenced Company, along with a check in the amount of \$337.50 which covers the cost of such filing. If the enclosed document meets with your approval, please file it with your Office and return a certified copy to the attention of the undersigned.

If you have any questions with regard to the enclosed, please feel free to contact the undersigned.

Very truly yours,

Patrice A. Hunter

Patrice A. Hunter
Corporate Paralegal

FILED
98 OCT 28 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	
Availability	
Document Examiner	DCC
Updater	Enclosures
Updater	DCC
Verifier	DCC
Adm. Sec. Clerk	DCC
W. P. Vermyer	DCC

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HUNTER@EMOLAW.COM

October 19, 1998

Diane Cushing, Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Equalizer Power Boats, LLC
Ref. Number: W98000023467

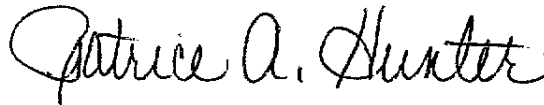
Dear Ms. Cushing:

Enclosed please find the Articles of Organization for Equalizer Power Boats, LLC that have been amended pursuant to your letter of October 15, 1998, a copy of which is enclosed.

If the enclosed meets with your approval, please file same with your office applying the fees in the amount of \$337.50 which you have retained.

If you have any questions or require any additional information, please do not hesitate to contact the undersigned.

Very truly yours,



Patrice A. Hunter
Corporate Paralegal

/pah
Enclosure



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 15, 1998

PATRICE A. HUNTER
ENGLISH MCCAUGHAN & O'BRYAN, P.A.
100 NE THIRD AVE., SUITE 1100
FORT LAUDERDALE, FL 33301-1146

SUBJECT: EQUALIZER POWER BOATS, LLC
Ref. Number: W98000023467

We have received your document for EQUALIZER POWER BOATS, LLC and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the name, title, and business address of each managing member or manager who will manage the foreign limited liability company in the state of Florida. Please insert "MGRM" in the title portion for each managing member and "MGR" in the title portion for each manager.

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 698A00051141

**ARTICLES OF ORGANIZATION
OF
EQUALIZER POWER BOATS, LLC
Under the Florida Limited Liability Company Act**

FILED
98 OCT 28 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this limited liability company is EQUALIZER POWER BOATS, LLC (the "Company").

ARTICLE II

DURATION

The period of duration for the Company is perpetual, except that 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 in the Company, shall dissolve the Company unless a majority in interest of the remaining members consent in writing to the continuation of the business of the Company.

ARTICLE III

MAILING AND STREET ADDRESS

The mailing and street address of the principal office of the Company is 2849 N.E. 24 Place, Ft. Lauderdale, Florida 33305.

ARTICLE IV

REGISTERED AGENT AND OFFICE

The name and street address of the Company's initial registered agent in Florida is EMO Corporate Services, Inc., 100 N.E. Third Avenue, Suite 1100, Fort Lauderdale, Florida 33301.

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OCT 28 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

MANAGEMENT

The Company is to be managed by a Manager. The person who will serve as Manager until the first annual meeting of members or until his successor is elected and qualified is Colin Howard Machado, 2849 N.E. 24 Place, Ft. Lauderdale, FL 33305.

ARTICLE VI

ADMISSION OF NEW MEMBERS

Members of the Company have the right to admit new members upon the written consent of a majority in interest of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time new members are admitted.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on October 9, 1998.


Colin Howard Machado, Manager

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for EQUALIZER POWER BOATS, LLC, at the place designated in the foregoing Articles of Organization, we hereby accept the appointment as Registered Agent and agree to act in this capacity. We further agree to comply with the provisions of the Florida Limited Liability Company Act relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as Registered Agent.

EMO CORPORATE SERVICES, INC., Initial
Registered Agent

Dated: October 9, 1998

By: 
Patrice A. Hunter, Assistant Secretary

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

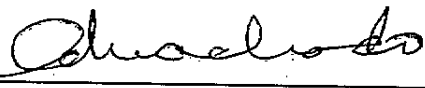
STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

FILED
98 OCT 28 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned member of EQUALIZER POWER BOATS, LLC, deposes and says:

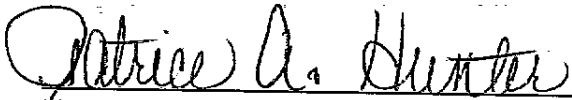
1. The above named limited liability company has one (1) member.
2. The total amount of cash contributed by the member is \$100.00.
3. The member is not contributing property other than cash to the limited liability company.
4. The total amount of cash anticipated to be contributed by member is \$100.00.

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 here are true.



Colin Howard Machado, Manager

Sworn and subscribed before me this 9th day of October 1998, by Colin Howard Machado, who is personally known to me and did not take an oath.



Notary Public, State of Florida at Large

My Commission Expires:



PATRICE A. HUNTER
MY COMMISSION # CC448834 EXPIRES
June 1, 1999
BONDED THRU TROY FAIR INSURANCE, INC.