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PLEASE REPLY TO:

P.O. Box 676
Ponte Vedra Beach, FL 32004-0676

October 31, 2000

Attention: LLC Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

900003456409--7
-11/07/00--01139--012
*****25.00 *****25.00

Re: Adventure Sailing, L.L.C.

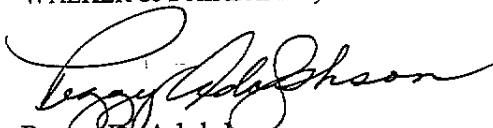
Ladies and Gentlemen:

Enclosed on behalf of the above-reference limited liability company are the following documents:
(1) Application for reinstatement and the \$150 filing fee and (2) Amendment to the Articles of Organization along with the \$25 filing fee. A copy of the Amendment has been enclosed for you to file stamp and return to our office.

If you have any questions concerning this document, please contact me.

Very truly yours,

WALKER & FAIRBANKS, P.A.



Peggy D. Adolphson
Certified Legal Assistant

pa
Enclosures

FILED
00 NOV -3 AM 4:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mt
11/8

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

ADVENTURE SAILING L.L.C.

(Present Name)
(A Florida Limited Liability Company)

L 98-3041

FIRST: The date of filing of the articles of organization was 12/4/1998

SECOND: The following amendment(s) to the articles of organization ~~was~~ were adopted by the limited liability company:

A. ARTICLES I AND VIII SHALL BE DELETED AND THE FOLLOWING LANGUAGE INSERTED:

ARTICLE I -- NAME

The name of the limited liability company shall be SOUTHERN BOAT EQUIPMENT, L.L.C. ("Company").

ARTICLE VIII -- TERMINATION OF EXISTENCE

The Company shall be dissolved on the death or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members.

B. ARTICLE V SHALL BE DELETED IN ITS ENTIRETY ALONG WITH THE ACCOMPANYING EXHIBIT A.

Dated 10. 22. 2000, (OCT 22, 2000)

FILED
NOV - 3 AM 4:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

John C. Mardall MEMBER
Signature of a member or authorized representative of a member

JOHN C. MARDALL
Typed or printed name of signee

Filing Fee: \$25.00