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PLEASE REPLY TO:  
FORT MYERS OFFICE

L990000000090

January 27, 1999

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

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-01/31/00--01141--004  
\*\*\*\*\*55.00 \*\*\*\*\*55.00

Re: Everest Marine, L.C.

L99-90

Dear Sir:

Enclosed please find an original and one copy of Amended and Restated Articles of Organization of Everest Marine, L.C., for filing with your office, together with our check in the amount of \$55.00 as your filing fee.

Please provide us with a certified copy of the Articles as filed. Please contact the undersigned should you have questions or concerns regarding this filing.

Very truly yours,

James G. Decker

JGD:jm  
Enclosures

c/c - Mr. and Mrs. John Huebner

SL

FILED  
00 JAN 31 AM 9:19  
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
EVEREST MARINE, L. C.

The undersigned certify they have amended and restated the Articles of Organization of Everest Marine, L. C., a Florida limited liability company, and in compliance with the requirements of Chapter 608, Fla. Stat., for such restatement and amendment, state:

- (a) The present name of the limited liability company is Everest Marine, L.C., which was its original name.
- (b) Its original Articles of Organization were filed with the Department of State December 30, 1998.
- (c) The date and time of filing these articles shall be their effective date.
- (d) These articles have been duly executed by the undersigned, and are being filed in accordance with the provisions § 608.411, Fla. Stat. (1999).

The original Articles of Organization of Everest Marine, L. C., hereby are amended and restated to provide as follows.

ARTICLE I

Name of the Limited Liability Company

The name of the limited liability company shall be Everest Marine, L. C.

ARTICLE II

Address

The mailing address and the street address of the principal office of the limited liability company shall be 5227 Skylark Court, in the City of Cape Coral, County of Lee, State of Florida.

ARTICLE III

Name and Address of Registered Agent

The registered agent for service of process in this state is Peter Huebner, and his street address is 5227 Skylark Court, in the City of Cape Coral, County of Lee, State of Florida.

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TALLAHASSEE, FLORIDA

#### ARTICLE IV

##### Manner of Management

The limited liability company shall be managed by the members.

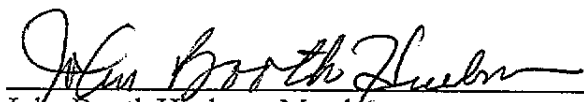
#### ARTICLE V

##### Duration

This limited liability company shall have perpetual existence.

The undersigned, being the original and sole present members of the limited liability company, certify that this instrument constitutes the Amended and Restated Articles of Organization of Everest Marine, L. C.

Executed by the undersigned at St. Augustine, Florida, on the 28<sup>TH</sup> day of JANUARY, 2000.

  
John Booth Huebner, Member

  
Barbara Ruth Huebner, Member

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00 JAN 31 AM 9:19  
ST. AUGUSTINE, FLORIDA