

L990000000172

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8370 • 1-800-342-8062 • Fax (850) 222-1222

Joel F. Potter Cruising  
Yacht Specialist, L.L.C.

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-01/11/99-01079-019  
\*\*\*\*285.00 \*\*\*\*285.00

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DIVISION OF CORPORATION

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Name	Joel F. Potter
Availability	OK
Signature	[Signature]
Address	[Signature]
City	[Signature]
State	[Signature]
Zip	[Signature]
Telephone	[Signature]
Verifier	[Signature]
Acknowledgement	[Signature]
W. F. Verkyer	[Signature]

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- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

Signature \_\_\_\_\_

Requested by: cy

Name \_\_\_\_\_ Date 1/11 Time 11:09

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

ARTICLES OF ORGANIZATION

OF

JOEL F. POTTER CRUISING YACHT SPECIALIST, L.L.C.

The undersigned initial members of JOEL F. POTTER CRUISING YACHT SPECIALIST, L.L.C., a Florida limited liability company formed hereunder (the "Company"), on behalf of the other members of the Company, hereby forms a limited liability company under the laws of the State of Florida.

ARTICLE I  
COMPANY NAME

The name of this Company is: JOEL F. POTTER CRUISING YACHT SPECIALIST, L.L.C.

ARTICLE II  
COMMENCEMENT AND TERM OF EXISTENCE

In accordance with Section 608.409(1) of the Florida Limited Liability Company Act (the "Act"), the term of existence of the Company shall commence on January 6, 1999, and shall be perpetual unless otherwise dissolved pursuant to Article VIII of these Articles of Organization.

ARTICLE III  
MAILING ADDRESS OF COMPANY

The mailing address of this Company is:

1609 SW 17 Avenue  
Fort Lauderdale, FL 33312

ARTICLE IV  
STREET ADDRESS OF COMPANY

The street address of the principal office of the Company is:

1609 SW 17 Avenue  
Fort Lauderdale, FL 33312

ARTICLE V  
REGISTERED AGENT AND REGISTERED AGENT ADDRESS

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

JOEL F. POTTER  
1609 SW 17 Avenue  
Fort Lauderdale, FL 33312

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ARTICLE VI  
ADMISSION OF ADDITIONAL MEMBERS

Pursuant to Section 608.4232 of the Act, the Company may admit additional members upon the affirmative vote of a majority of those existing members of the Company in attendance at a duly called meeting of the members at which a quorum exists or by written consent of a majority of the members of the Company. Any new member which is approved by the existing members of the Company as set forth herein shall become a member of the Company upon payment of the contribution to the capital of the Company as established from time to time by the members, and upon such member's agreement to comply with these Articles of Organization, the Regulations and such other documents, statutes, rules, regulations or guidelines as the existing members may from time to time determine in their sole discretion.

ARTICLE VII  
RIGHT OF ASSIGNEE TO BECOME A MEMBER

An assignee of a member's interest in the Company may become a member of the Company, and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, upon the affirmative vote of a majority of all of the members of the Company (excluding the member seeking to transfer his interest in the Company) which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company (excluding the member seeking to transfer his interest in the Company (as set forth in the Regulations, provided such assignment and admission of such assignee as a member complies with the terms and conditions of the Regulations of the Company.

ARTICLE VIII  
DISSOLUTION OF COMPANY

Upon the death, bankruptcy or dissolution of a member or upon the occurrence of any other event provided in the Regulations of the Company, the Company shall be dissolved unless the members elect to continue the Company either upon the affirmative vote of a majority of all of the members of the Company which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company.

ARTICLE IX  
MANAGEMENT OF THE COMPANY

The Company shall be managed by the members of the Company whose names are set forth below:

JOEL F. POTTER  
VELA M. POTTER

*address same as mailing address.*

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ARTICLE X  
RETURN OF CAPITAL

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's Regulations then in existence.

ARTICLE XI  
AMENDMENT TO ARTICLES OF ORGANIZATION

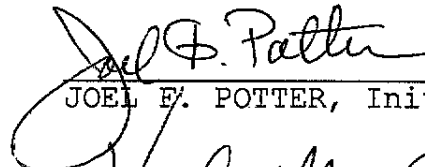
Members may adopt, alter, amend or repeal any provision of the Articles of the Organization upon the affirmative vote of a majority of all of the members of the Company which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company.

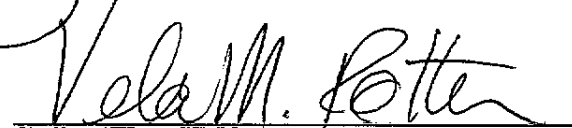
ARTICLE XII  
AMENDMENT OF REGULATIONS

Pursuant to Section 608.423(1) of the Act, the members of the Company may adopt, alter, amend or repeal any provision of the Regulations upon the affirmative vote of a majority of those members of the Company in attendance at a meeting of the members duly called at which a quorum exists or by written consent of a majority of the members of the Company.

IN WITNESS WHEREOF, the undersigned initial members have executed the foregoing Articles of Organization as of this 6 day of January, 1999.

INITIAL MEMBERS:

  
\_\_\_\_\_  
JOEL E. POTTER, Initial Member

  
\_\_\_\_\_  
VELA M. POTTER, Initial Member


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CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON  
WHOM SERVICE OF PROCESS WITHIN THIS STATE MAY BE SERVED

The following is submitted pursuant to Sections 608.415 and 608.507 of the Florida Limited Liability Company Act:

Having been appointed registered agent of JOEL F. POTTER CRUISING YACHT SPECIALIST, L.L.C., in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.

Dated: January 6, 1999

  
\_\_\_\_\_  
JOEL F. POTTER

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA  
COUNTY OF BROWARD

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BEFORE ME, the undersigned authority, personally appeared JOEL F. POTTER and VELA POTTER, the Affiants herein, who under oath, depose and say as follows:

Pursuant to Section 608.407(2) of the Florida Limited Liability Company Act, the undersigned, as an officer and authorized representative of the initial members of JOEL F. POTTER CRUISING YACHT SPECIALIST, L.L.C., a Florida limited liability company (the "Company"), who, upon being duly sworn, certify the following:

1. The Company has at least two members.
2. As of the date hereof, the amount of capital contributions to the Company made by members is as follows:  
\$10.00
3. The anticipated amount of additional capital contributions to the Company made by the members will be as follows:  
\$1,490.00
4. There has been no contributions to the Company made by the members other than cash contributions.
5. The total amount of cash or property anticipated to be contributed by members is \$1,500.00. This total includes amounts from 2 and 3 above.

FURTHER AFFIANTS SAYETH NOT.

Under penalties of perjury, the undersigned, as an officer and authorized representative of the initial members of the Company, declares that he or she has read the foregoing and that the facts alleged are true, to the best of his or her knowledge and belief.

DATED: January 6, 1999

INITIAL MEMBERS:

Joel F. Potter  
JOEL F. POTTER, Initial Member

Vela M. Potter  
VELA M. POTTER, Initial Member

The foregoing instrument was acknowledged before me this 6th day of January, 1999, by JOEL F. POTTER and VELA M. POTTER, who are personally known to me or who have produced driver's license as identification and who did/did not take an oath. personally known (VMP)

Robin L. Lewis  
Notary Public  
ROBIN L. LEWIS

My Commission Number Is:

My Commission

