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From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
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LIMITED LIABILITY AMENDMENT

PALM BEACH YACHT SALES, LLC

L99-5466

Certificate of Status	0
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AMENDED AND RESTATED ARTICLES OF ORGANIZATION

These Amended and Restated Articles of Organization were adopted effective September 20, 2000 by the members pursuant to section 608.408, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Organization was approved by the members by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Organization supersede the original Articles of Organization, as amended.

Article I. Name

If no old name is listed below, the name of this Florida limited liability company has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Palm Beach Yacht Sales, LLC

Old Name:

Article II. Date of Articles of Organization

The Company's original Articles of Organization were filed on September 1, 1999.

Article III. Address

The Company's street and mailing address is:

Palm Beach Yacht Sales, LLC

161 Brier Circle

Jupiter FL 33458

Article IV. Registered Agent

The name and street address of the Company's registered agent is:

Roger Carman

161 Brier Circle

Jupiter FL 33458

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Article V. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Article VI. Management

This will be a member-managed company. The name of each member is:

ROGER CARMAN

161 Brier Circle Jupiter FL 33458

ROBERT POLLINA

102 Old Field Road Setauket NY 11733

Article VII. Company Existence

The Company's existence will begin effective upon the filing date of the original Articles of Organization.

The undersigned executed these Amended and Restated Articles of Organization on the date shown below.

Palm Beach Yacht Sales, LLC



Name: Roger Carman

Title: President

Date: September 20, 2000

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Palm Beach Yacht Sales, LLC

REGISTERED AGENT/OFFICE:

**Roger Carman
161 Brier Circle
Jupiter FL 33458**

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



ROGER CARMAN

Date: September 20, 2000

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