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LAW OFFICE of
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JOHN H. THOMAS *
DONALD W. STRADER
*Board Certified Admiralty
and Maritime Lawyer

22 February 2002

Florida Department of State
Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: DUNEDIN CHARTERS LLC
Our File No. 5189T

200005002312--4
-02/26/02-01010-011
****125.00 ****125.00

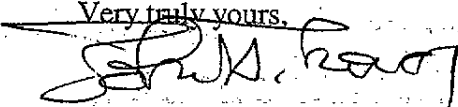
Gentlemen and Ladies:

Enclosed are the following items to register DUNEDIN CHARTERS LLC as a foreign company doing business in Florida.

1. Application for authorization to transact business in Florida;
2. Certificate of designation of registered agent/ registered office;
3. Certificate of good standing of DUNEDIN CHARTERS LLC by State of Delaware;
4. Check for \$125.00 as fee for filing fee and designation of registered agent.

Please confirm the registration to transact business by letter to this office as soon as possible.
Thank you for your assistance.

Very truly yours,


John H. Thomas,
for the firm

5189dept.state.fl1

FILED
22 FEB 25 PM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/10/02
2/27

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. Dunedin Charters LLC
(Name of foreign limited liability company)

2. Delaware 3. N/A
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. _____ 5. perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Business expected to commence March 1, 2002
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 3511 Silverside Road, Suite 105
Wilmington, Delaware 19810
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:

George F. Sullivan, 810 Hercules Road, Wilmington, DE 19808
Lynn D. Sullivan, 810 Hercules Road, Wilmington, DE 19808

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Yacht charters

X George F. Sullivan
Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)
George F. Sullivan
Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Dumedin Charters LLC

2. The name and the Florida street address of the registered agent and office are:

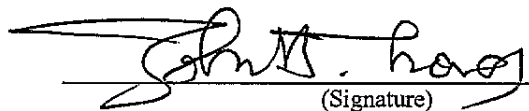
Law Office of
John H. Thomas, P.A.
(Name)

80 SW 8th Street, Suite 2809
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Miami FL 33130
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

FILED
02 FEB 25 PM 03
TALLAHASSEE, FL
SECRETARY OF STATE


(Signature)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

Delaware

PAGE 1

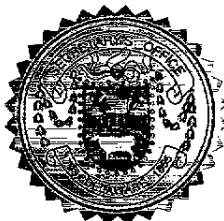
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DUNEDIN CHARTERS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF FEBRUARY, A.D. 2002.

FILED

02 FEB 25 PM 10:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3481264 8300

AUTHENTICATION: 1609566

020093209

DATE: 02-12-02