

M02000001213

(Requestor's Name)

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PICK-UP WAIT MAIL

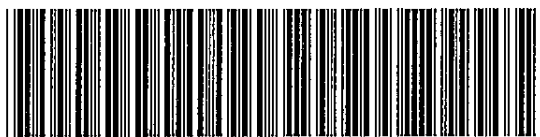
(Business Entity Name)

(Document Number)

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2005 FEB 23 AM 8:55
DEPARTMENT OF CORPORATIONS
TALLAHASSEE, FLORIDA

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DEPARTMENT OF CORPORATIONS
TALLAHASSEE, FLORIDA

BRYAN FEB 24 2005



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 221283 4144A
AUTHORIZATION : Patricia Pizote
COST LIMIT : \$ 55.00

ORDER DATE : February 23, 2005
ORDER TIME : 3:29 PM
ORDER NO. : 221283-005
CUSTOMER NO: 4144A
CUSTOMER: Ms. Esmi Diazdon
Holland & Knight LLP
Suite 3000
701 Brickell Avenue
Miami, FL 33131

FILED
2006 FEB 23 AM 8:55
DIRECTOR OF CORPORATIONS
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: CARTOUCHE YACHT SALES, LLC

XX LLC

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 2955

EXAMINER:

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

SECTION I (1-3 must be completed)

- 1. Name of limited liability company as it appears on the records of the Florida Department of State: Cartouche Yacht Sales, LLC
- 2. Jurisdiction of its organization: DELAWARE
- 3. Date authorized to do business in Florida: 5/10/02

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SECTION II (4-7 complete only the applicable changes)

- 4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 12/10/04
- 5. New name of the limited liability company: Birchwood Marine America, LLC
- 6. If the amendment changes the period of duration, indicate new period of duration: N/A
- 7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: N/A
- 8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: N/A
- 9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

P.F. Wagstaff
Signature of a member or the authorized representative of a member

P.F. WAGSTAFF.

Typed or printed name of signer

Filing Fee: \$25.00

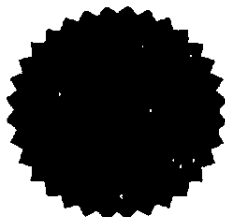
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CARTOUCHE YACHT SALES, LLC", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "BIRCHWOOD MARINE AMERICA, LLC", THE TENTH DAY OF DECEMBER, A.D. 2004, AT 11:34 O'CLOCK A.M.

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TALLAHASSEE, FLORIDA



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2975593 8320

AUTHENTICATION: 3700935

050149903

DATE: 02-23-05