M05000002936

(Reque	stor's Name)	
(Addres	is)	
(Addres	is)	
(City/St	ate/Zip/Phone #)	
PICK-UP	WAIT MAIL	
(Busine	ess Entity Name)	
(Document Number)		
Certified Copies	Certificates of Status	
Special Instructions to Filin	g Officer:	

Office Use Only

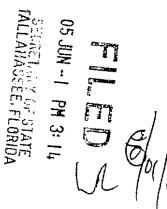


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03/23/05--01030--017 **87.50

U4/12/05--01062--001 **37.50

06/01/05-01001-019 **35.00



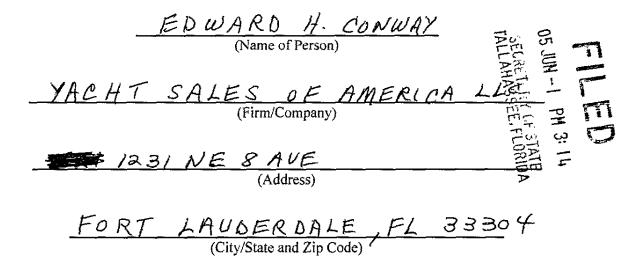
TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: YACHT SALES OF AMERICA 44C
(Name of Limited Liability Company)

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida..

Please return all correspondence concerning this matter to the following:



For further information concerning this matter, please call:

EDWARD H CONWAY at (954) 772-5773

(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

MAILING ADDRESS:

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Enclosed is a check for the following amount:

□ \$125.00 Filing Fee □ \$130.00 Filing Fee & □ \$155.00 Filing Fee & □ \$160.00 Filing Fee, Certificate

Certificate of Status Certified Copy of Status & Certified Copy

FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

March 28, 2005

EDWARD H. CONWAY YACHT SALES OF AMERICA, LLC 521 MIDDLE RIVER DRIVE FT. LAUDERDALE, FL 33304

SUBJECT: YACHT SALES OF AMERICA, LLC

Ref. Number: W05000015753

We have received your document for YACHT SALES OF AMERICA, LLC and check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$37.50. Refer to the attached fee schedule for breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The form and fees you submitted were for a corporation but your entity is an LLC. Enclosed are the instructions and form for your LLC; please note that the minimum amount remaining due is \$37.50.

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers Document Specialist 05 JUN -1 PM 3: 1



Letter Number: 305A00020953



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

April 13, 2005

EDWARD H. CONWAY YACHT SALES OF AMERICA, LLC **521 MIDDLE RIVER DRIVE** FT. LAUDERDALE, FL 33304

SUBJECT: YACHT SALES OF AMERICA, LLC

Ref. Number: W05000015753

We have received your document for YACHT SALES OF AMERICA, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Thank you for returning your payment and form. Your document has not been filed because number 9 of the form is missing the name or names of the management, and because you must still provide the certificate requested in our previous letter. A copy of our previous letter is enclosed for your reference.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers Document Specialist

5/23/05

Letter Number: 305A00025231

for 35,00 for a certified copy and certificate of states, also an original certificate of exhibitance from Delaware

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: 1. YACHT SALES OF AMERICA, LIC (Name of Foreign Limited Liability Company) 2. DELAWARE
(Jurisdiction under the law of which foreign limited liability)

3. 26-2493676
(FEI number, if applicable) company is organized)

4. MARCH 2, 2005
(Date of Organization)

5. PERPETUAL
(Duration: Year limited liability company will cease to (Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability) 1231 NE 8 AVE, FT. LAUDER DALE, FL, 3330 4
(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: EDWARD H. CONWAY 1231 NE 8 AVE , FT. LAUDER DALE, FL 33304 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 BROKERAGE SALES Edward H. Caswoy
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.)

EDWARD H. CONWAY

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 Emitted Emoting Company 15.			
YACHT SALES OF AMERICA LLC	SEE	NOF S0	OKY (TRA
2. The name and the Florida street address of the registered agent and office are:	AHAX	<u> </u>	
EDWARD H. CONWAY	Y OF ST	PM 3:	
521 MIDDLE RIVER DRIVE Florida Street Address (P.O. Box NOT ACCEPTABLE)	ATE	루	
FORT LAU DER DALE FL 33304			

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, Florida Statutes.

Edward H Conway
(Signature)

1 The name of the Limited Liability Company is:

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

PAGE 1

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "YACHT SALES OF AMERICA, 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 EIGHTEENTH DAY OF MAY, A.D. 2005.

OS JUN - 1 PH 3: 14



Farriet Smith Hindson

AUTHENTICATION: 3888694

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8300

DATE: 05-18-05