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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
V.SHIPS LEISURE (USA) LLC

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

IN COMPLIANCE WITH SECTION 605.0902, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. V. SHIPS LEISURE (USA) LLC
(Name of Foreign Limited Liability Company; must include "Limited Liability Company" "L.L.C." or "LLC")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida. The alternate name must include
"Limited Liability Company" "L.L.C." or "LLC")

2. Delaware
(Jurisdiction under the law of which foreign limited
liability company is organized)

3. 98-0563429
(FBI number, if applicable)

4. Upon issuance of certificate of authority to transact business in Florida
(Date first transacted business in Florida, if prior to registration)
(See sections 605.0904 & 605.0905 F.S. to determine penalty liability)

5. 1850 S.E. 17th Street, Suite 200, Fort Lauderdale, Florida 33316
(Street address of principal office)

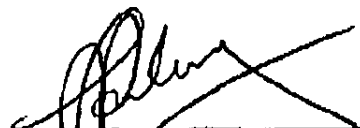
6. 1850 S.E. 17th Street, Suite 200, Fort Lauderdale, Florida 33316
(Mailing address)

7. The name, title or capacity and address of the person(s) who has/have authority to manage is/are:

Simon Pressly, Andrea Zito, and Brian C. Jupp, as Managers

1850 S.E. 17th Street, Suite 200, Fort Lauderdale, Florida 33316

8. 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.)



Signature of a member or an authorized representative of a member.
(In accordance with section 605.0203, F.S., the execution of this document constitutes
an affirmation under the penalties of perjury that the facts stated herein are true.)

SIMON PRESSLY

Typed or printed name of signee

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 605.0113 or 605.0902(1)(d), 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:

V. SHIP'S LEISURE (USA) LLC

If name unavailable, the alternate name to be used in the state of Florida is:

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

James N. Hurley, Esq.

(Name)

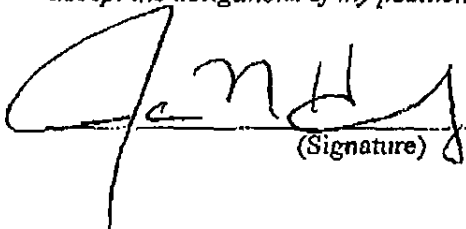
1395 Brickell Avenue, 14th Floor

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Miami, Florida 33131

City/State/Zip

I 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 605, Florida Statutes.


(Signature)

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TALLAHASSEE, FLORIDA

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Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "V.SHIPS LEISURE (USA) 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 ELEVENTH DAY OF MAY, A.D. 2015.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "V.SHIPS LEISURE (USA) LLC" WAS FORMED ON THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

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SECRETARY OF STATE

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2366462

DATE: 05-11-15

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