



THE UNITED STATES  
CORPORATION  
COMPANY

M98000000445

ACCOUNT NO. : 072100000032

REFERENCE : 800877 7148402

AUTHORIZATION :

COST LIMIT : \$ 285.00

*Patricia Pigott*

FILED STATE  
SECRETARY OF CORPORATIONS  
98 MAY -4 AM 9:52

ORDER DATE : April 29, 1998

ORDER TIME : 11:19 AM

ORDER NO. : 800877-005

CUSTOMER NO: 7148402

CUSTOMER: Mr. Eric M. Beaudin  
Mr. Eric M. Beaudin  
323 #5 Mountain Drive

100002509361--7

Destin, FL 32541

FOREIGN FILINGS

NAME: VENTURE WATERSPORTS LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lynette Coleman

*BK*

*5/4/98*

RECEIVED  
98 MAY -4 PM 1:05  
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

RECEIVED  
98 MAY -4 PM 4: 30  
DIVISION OF CORPORATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY -4 AM 9: 52

May 4, 1998

LYNETTE COLEMAN  
CSC NETWORKS  
TALLAHASSEE, FL

SUBJECT: VENTURE WATERSPORTS LLC  
Ref. Number: W98000009961

We have received your document for VENTURE WATERSPORTS LLC and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

Please identify the individuals in Item 8 either as MANAGERS or MANAGING MEMBERS.

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) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 698A00024371

**RESUBMIT**

Please give original  
submission date as file date.

FAX NO. 3029987078

P. 03

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
98 MAY -4 AM 9:52  
WING T  
TRANSACT

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. Venture Watersports L.L.C.  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present. Please note: "L.L.C." is not an acceptable suffix in Florida.)
2. DELAWARE  
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied for  
(FEI number, if applicable)
4. April 1st 1998  
(Date of Organization)
5. April 1st 2028  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Have not transacted business yet  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.)
7. 603 2nd St. Destin FL 32541

(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited 'v company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Eric M. Beachlin</u>	<u>President</u>	<u>Patrick Wilson</u>	<u>V/P</u>
<u>603 2nd St.</u>	<u>Managing</u>	<u>323 Mountain Dr. #5</u>	<u>Managing</u>
<u>Destin FL 32541</u>	<u>Member</u>	<u>Destin FL 32541</u>	<u>Member</u>

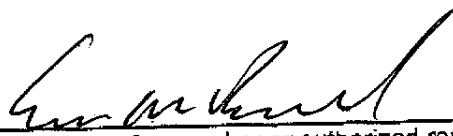
**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
MAY - 4 AM 9:52

The undersigned member or authorized representative of a member of \_\_\_\_\_

Venture Watersports LLC deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$ 30,000
- 3) if any, the agreed value of property other than cash contributed by member(s) is  
\$ N/A A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is  
\$ 30,000 This total includes amounts from 2 and 3 above.

 President  
Signature of a member or authorized representative of a member.  
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit  
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY -4 AM 9:52

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Venture Watersports LLC.

2. The name and address of the registered agent and office is:

Eric M. Beavelin  
(Name)

603 Second St.  
(P.O. Box not acceptable)

Destin FL 32541  
(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.

By: Eric M. Beavelin  
(Signature)

4-28-98  
(Date)

State of Delaware

Office of the Secretary of State

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
JUL 9 1998  
98MMV-1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "VENTURE WATERSPORTS LLC" IS 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 THIRTIETH DAY OF APRIL, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED LIABILITY COMPANY IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "VENTURE WATERSPORTS LLC" WAS FORMED ON THE SEVENTH DAY OF APRIL, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

2881402 8300

DATE:

9054845

981165091

04-30-98