

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

LD10000020749

Executive Fueling Services, LLC

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 ***155.00 ***155.00

- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

RECEIVED
 01 DEC -3 AM 10:49
 DEPARTMENT OF STATE
 CORPORATION DIVISION
 TALLAHASSEE, FLORIDA

01 DEC -3 PM 12:22
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 12-30

APPROVED
 AND
 FILED

Signature _____

Requested by: SJK
 Name _____ Date 12/3/01 Time 10:30

Walk-In _____ Will Pick Up _____

**ARTICLES OF ORGANIZATION OF
EXECUTIVE FUELING SERVICES, LLC**

The undersigned certifies that it has filed these Articles or Organization for the purpose of becoming a single member limited liability company under the laws of the State of Florida, Florida Statute 608-Florida Limited Liability Company Act, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be EXECUTIVE FUELING SERVICES, LLC, and its principal office and mailing address shall be located at 15001 NW 42ND Avenue, Miami, Florida 33054, County of Miami-Dade, State of Florida, but shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II
PURPOSE AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop all or any of the business, goodwill, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

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5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, associations, partnership, firm, syndicate, individual, or any other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be constructed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes or powers.

Nothing contained in these Articles shall be deemed or constructed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida law, lawfully carry on, exercise, or do.

ARTICLE III
EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business affairs of this limited liability company shall be amended from time to time in the regulations of the limited liability company by the vote of the single member of the limited liability company.

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ARTICLE IV
MANAGEMENT

Management of this limited liability company is reserved to its single member whose name and address is as follows:

Name and address:

MIAMI EXECUTIVE AVIATION, INC.
A Florida Corporation
15001 NW 42ND Avenue
Miami, Florida 33054

ARTICLE V
MEMBERSHIP RESTRICTIONS

This is a single member limited liability company. Additional members may only be admitted after these Articles of Organization have been amended.

Upon the resignation, bankruptcy, or dissolution of the single member, or the occurrences of any other event that terminates the continued membership of the member in the limited liability company, this Article or Organization shall be dissolved.

ARTICLE VI
CAPITAL CONTRIBUTION

Single member's initial capital contribution in the form of cash in the amount of \$ 500,000.00 shall be paid to the limited liability company as follows:

Miami Executive Aviation, Inc.	\$ 500,000.00
Ownership percentage	100%

Additional contributions may be made as deemed necessary by the Single Member, however, single member shall be under no legal obligation to do so.

ARTICLE VII
PROFITS AND LOSSES

Profit Sharing – Single Member shall be entitled to the net profits arising from the operation of the limited liability company business that remains after the payment of the expenses of conducting the business of the limited liability company. The distributive share of the profits shall be distributed to the single member on a discretionary basis to be determined by the Single Member.

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Losses – All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by Single Member.

ARTICLE VIII
DURATION


This limited liability company shall exist perpetually until dissolved in a manner provided by law, or as provided for in this document, or the regulations adopted by the Single Member.

ARTICLE IX
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The office and mailing address of the initial registered office of the Limited Liability Company is Mitchell E. Jacobs, P.A., 15001 N.W. 42nd Avenue, Miami, Florida 33054, County of Miami – Dade, and the name of the company's initial registered agent is Mitchell E. Jacobs, Esquire.

The undersigned, being the original single member of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of EXECUTIVE FUELING SERVICES, LLC.

Executed by the undersigned at Mitchell E. Jacobs, P.A., 15001 N.W. 42nd Avenue, Miami, Florida 33054 on November 28, 2001.



Mitchell E. Jacobs, Esquire
Authorized Representative

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Statement Designating Registered Agent and Office

State of Florida)
)
County of Miami Dade)

Pursuant to the provisions of Section 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the state of Florida:

The name of the limited liability company is EXECUTIVE FUELING SERVICES, LLC.

The name of the registered agent for EXECUTIVE FUELING SERVICES, LLC is Mitchell E. Jacobs, Esquire, Mitchell E. Jacobs, P.A., and the street address of the company's principal office where the agent is located is 15001 N.W. 42 Avenue, Miami, Florida 33054.

The statement is to acknowledge that, as indicated above, EXECUTIVE FUELING SERVICES, LLC, has appointed me Mitchell E. Jacobs, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

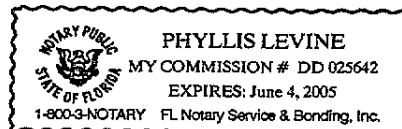
Dated: November 30, 2001

Mitchell E. Jacobs
Registered Agent

The foregoing instrument was acknowledged before me this November 30, 2001 by Mitchell E. Jacobs, Esquire, agent on behalf of EXECUTIVE FUELING SERVICES, a limited liability company. He is personally known to me or has produced _____ (type of identification) as identification.

Phyllis Levine
Signature of Notary

My commission expires: _____



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