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Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : STONEBURNER BERRY & SIMMONS, P.A.
Account Number : I20010000084
Phone : (904) 354-8888
Fax Number : (904) 354-5244

LIMITED LIABILITY COMPANY

Branch Leasing, LLC

Certificate of Status	0
Certified Copy	0
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FLORIDA
DIVISION OF CORPORATION

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ARTICLES OF ORGANIZATION
OF
BRANCH LEASING, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the limited liability company is Branch Leasing, LLC (the "Limited Liability Company").

ARTICLE II
EXISTENCE AND DURATION

The existence of the Limited Liability Company shall commence at the date and time these Articles of Organization are filed and its existence shall be perpetual unless it is earlier dissolved as provided in its Operating Agreement or by operation of the Florida Limited Liability Company Act.

ARTICLE III
BUSINESS AND MAILING ADDRESS

The initial street address and mailing address of the principal office of the Limited Liability Company is 335 N.E. Watula Avenue, Ocala, Florida 34470-5806.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the Limited Liability Company in the state of Florida is T. William Glocker. The registered office of the Limited Liability Company and business office of the initial registered agent in the state of Florida is located at One Independent Drive, Suite 2000, Jacksonville, Florida 32202.

ARTICLE V
MANAGEMENT

The Limited Liability Company is a member-managed company.

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ARTICLE VI
MEMBERS

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TALLAHASSEE, FLORIDA

The name of the initial member of the Limited Liability Company is as follows:

Branch Aviation, Inc.

ARTICLE VII
ADMISSION OF ADDITIONAL MEMBERS

The member of the Limited Liability Company shall have the right to admit additional members on such terms and conditions as are provided in the Operating Agreement.

ARTICLE VIII
CONTINUATION OF LIMITED LIABILITY COMPANY

The remaining members of the Limited Liability Company shall have the right to continue the business in the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member on such terms and conditions as are provided in the Operating Agreement.

ARTICLE IX
OPERATING AGREEMENT

The Operating Agreement of the Limited Liability Company may from time to time, as may be necessary, be repealed, amended or altered, or a new Operating Agreement adopted, by the members of the Limited Liability Company.

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IN WITNESS WHEREOF, the undersigned member has made and
subscribed to these Articles of Organization this 3rd day of July, 2002, ^{SECRETARY OF STATE} LAHASSEE, FLORIDA

Branch Aviation, Inc., Member

By: T. William Glocker
T. William Glocker
Its Authorized Representative

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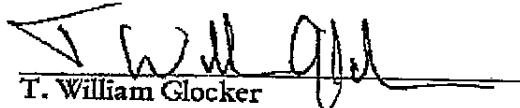
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CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
BRANCH LEASING, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 608.415 of the Florida Limited Liability Company Act, the undersigned, having been designated as the initial Registered Agent for the service of process within the state of Florida upon BRANCH LEASING, LLC, a limited liability company organized under the laws of the state of Florida, does hereby accept the appointment as such Registered Agent for the above-named limited liability company, does hereby agree to comply with the provisions of the Florida Limited Liability Company Act and the general laws of the state of Florida relative to keeping open the Registered Office, which Registered Office is located at One Independent Drive, Suite 2000, Jacksonville, Florida 32202, and is familiar with, and accepts, the obligations of Registered Agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 3rd day of July, 2002.


T. William Glocker
Registered Agent

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