

LO20000016815

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

(4)

amend

4/3 & restated

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((((1103000101427 0)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

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

MJH

From:
Account Name : STONEBURNER BERRY & SIMMONS, P.A.
Account Number : 120010000084
Phone : (904) 354-8888
Fax Number : (904) 354-5244

LO2-16815

LIMITED LIABILITY AMENDMENT

BRANCH LEASING, LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$25.00

RECEIVED

03 APR -3 PM 2:06

DIVISION OF CORPORATION

SECRETARY OF STATE
TALLAHASSEE FLORIDA

03 APR -3 AM 8:56

FILED

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
BRANCH LOGISTICS, LLC

The name of the Limited Liability Company is Branch Logistics, LLC. The name under which Articles of Organization were originally filed was Branch Leasing, LLC. The original Articles of Organization of the Limited Liability Company were filed with the Department of State on July 3, 2002. The Articles of Organization of Branch Leasing, LLC are amended and restated to read as follows:

ARTICLE I
NAME

The name of the limited liability company is Branch Logistics, 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.

03 APR -3 AM 8:56
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

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 manager-managed company.

ARTICLE VI
MEMBERS

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

Branch Aviation, Inc.

Effective upon the filing of these amended and restated Articles of Organization, Branch Aviation, Inc. assigned all of the membership interests in the Limited Liability Company to Branch Properties, Inc. and Branch Properties, Inc. is the sole member of the Limited Liability Company.

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.

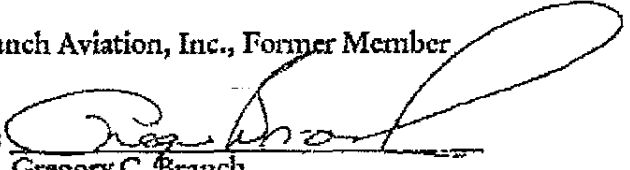
ARTICLE IX
OPERATING AGREEMENT

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.

These Amended and Restated Articles of Organization of Branch Logistics, LLC, formerly known as Branch Leasing, LLC, are hereafter duly executed and filed in accordance with Florida Statutes Section 608.411.

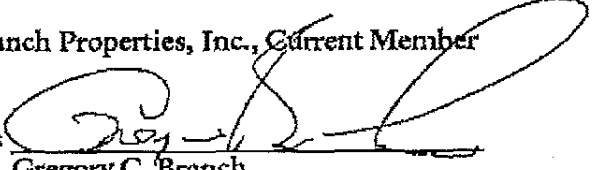
IN WITNESS WHEREOF, the undersigned member has made and subscribed to these Amended and Restated Articles of Organization this 30th day of MARCH, 2003.

Branch Aviation, Inc., Former Member

By: 

Gregory C. Branch
Its President

Branch Properties, Inc., Current Member

By: 

Gregory C. Branch
Its President