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(City/State/Zip/Phone #)

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(Business Entity Name)

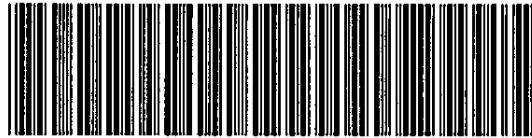
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A PROFESSIONAL CORPORATION

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August 3, 2007

VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: ELITE JET CHARTER, LLC

Dear Sir or Madam:

The enclosed Amended and Restated Articles of Organization and check for \$25.00 for the associated filing fees are submitted for filing.

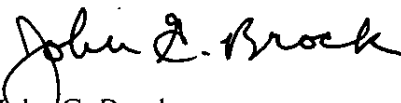
Please return all correspondence concerning this matter to the following:

John G. Brock
Gentry, Tipton & McLemore, P.C.
900 S. Gay Street, Suite 2300
Knoxville, TN 37902

For further information concerning this matter, please call:

John G. Brock at (865) 525-5300

Very truly yours,


John G. Brock

JGB/mkw

Enclosure

cc: Ernie F. Falco III

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY**

ELITE JET CHARTER, LLC

**Article I
Name**

The name of the Limited Liability Company is: Elite Jet Charter, LLC

**Article II
Address**

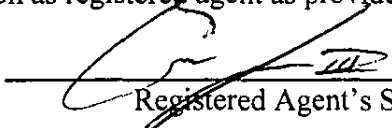
Principal Office Address:	Mailing Address:
321 N. Crystal Lake Drive Office Suite #208 Orlando, Florida 32803	321 N. Crystal Lake Drive Office Suite #208 Orlando, Florida 32803

**Article III
Registered Agent, Registered Office & Registered Agent's Signature**

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

Ernie F. Falco III
321 N. Crystal Lake Drive
Office Suite #208
Orlando, Florida 32803

Having been named as a 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 608, F.S.



Registered Agent's Signature

(Continued)

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**Article IV
Managing Member**

Managing Member	E3Ventures, LLC 321 N. Crystal Lake Drive Office Suite #208 Orlando, Florida 32803
Managing Member	CPCA, LLC 321 N. Crystal Lake Drive Office Suite #208 Orlando, Florida 32803
Managing Member	Ryan Totka 321 N. Crystal Lake Drive Office Suite #208 Orlando, Florida 32803

REQUIRED SIGNATURE:

E3Ventures, LLC, Member


By:


Ernie F. Falco, III, President

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(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)



(Printed name of signee)