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TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Apollo Aviation Acquisitions, LLC

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EXAMINER

**ARTICLES OF ORGANIZATION
OF
APOLLO AVIATION ACQUISITIONS, LLC**

The undersigned Member or Authorized Representative of a Member signs these Articles of Organization and forms a limited liability company (the "Company") under the Florida Limited Liability Company Act (the "Act"), as follows:

**ARTICLE I.
NAME**

The name of the Company is Apollo Aviation Acquisitions, LLC.

**ARTICLE II.
MAILING ADDRESS AND STREET ADDRESS**

The mailing address and street address of the principal office of the Company is 848 Brickell Avenue, Suite 900, Miami, FL 33131.

**ARTICLE III.
INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent and office of the Company are:

Rhonda Polk
Name
848 Brickell Avenue, Suite 900
Florida street address (P.O. Box NOT acceptable)
Miami FL 33131
City, State, and 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 as provided for in Chapter 608, F.S.

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Rhonda Polk
Registered Agent's Signature (REQUIRED)

ARTICLE IV
MANAGERS OR MANAGING MEMBERS

The name and address of each Manager or Managing Member is as follows:

Title:
"MGR" = Manager
"MGRM" = Managing Member

Name and Address:

MGR

William Hoffman
848 Brickell Avenue, Suite 900
Miami, FL 33131

MGR

Robert Korn
848 Brickell Avenue, Suite 900
Miami, FL 33131

ARTICLE V
EFFECTIVE DATE

The effective date of these Articles of Organization shall be the date of filing.

REQUIRED SIGNATURE

3/25/08
Date: [Signature]
Robert Korn
Typed or printed name of signee

(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.)

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