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January 3, 2000

VIA FEDERAL EXPRESS

Florida Department of State
Registration Section
Division of Corporations
409 East Gaines St.
Tallahassee, FL 32399

900003089489--4
-01/05/00--01092--004
****125.00 ****125.00

Re: Express Airlines LLC

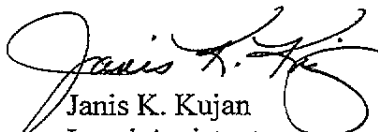
Dear Sir/Madam:

Enclosed for immediate filing with your office you will find the Articles of Organization for the above company, together with our firm check in the amount of \$125 for your filing fee.

Upon filing, please return the filed stamped copy to me in the enclosed Federal Express return envelope.

Thank you for your assistance in this matter.

Very truly yours,


Janis K. Kujan
Legal Assistant

JKK:plp

Enclosure

cc: Roger Cook, Esq.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

EXPRESS.NET AIRLINES LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

C/O AIR TRAFFIC CORPORATION, 745 12TH AVENUE SOUTH, SUITE E, NAPLES, FL 34102

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

JAMES H. KABCENELL
Name
745 12TH AVENUE SOUTH, SUITE E
Florida street address (P.O. Box NOT acceptable)
NAPLES FL 34102
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..

JAMES H. KABCENELL
Registered Agent's Signature

Article IV - Management (Check box if applicable.)

☒ The Limited Liability Company is to be managed by one manager or more managers and is therefore, a manager - managed company.

AIR TRAFFIC CORPORATION

(An additional article must be added if an effective date is requested)

By: JAMES H. KABCENELL
Signature of a member or an authorized representative of a member.

(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.)

JAMES H. KABCENELL, VICE PRESIDENT
Typed or printed name of signee

FILING FEES:

\$ 100.00 Filing Fee for Articles of Organization
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (OPTIONAL)
\$ 5.00 Certificate of Status (OPTIONAL)

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00 JAN -5 PM 3:53
SECRETARY OF STATE
TALLAHASSEE FLORIDA