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October 15, 1999

State of Florida
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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****125.00 ****125.00

To Whom It May Concern:

W99-29350

Enclosed please find completed Articles of Organization for the establishment of a limited liability company in the name of "POINTMAN AERO L.C.". We have enclosed a check for one hundred twenty five dollars and no cents (\$125.00) to cover the registration fee and a signed acceptance of registered agent form for the above mentioned limited liability company.

Please forward all correspondence to the address listed below. Thank you.

Sincerely,



Rodney G. Ullein

Rodney G. Ullein
690 Anderson Court
Satellite Beach, Florida 32937

FILED
00 JAN 11 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 27, 1999

RODNEY G. ULLEIN
690 ANDERSON COURT
SATELLITE BEACH, FL 32937

SUBJECT: POINTMAN AERO L.C.
Ref. Number: W99000029350

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for POINTMAN AERO L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 899A00060146

**ARTICLES OF ORGANIZATION
OF
POINTMAN AERO L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be **POINTMAN AERO L.C.** ("Company")

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company shall be 690 Anderson Court, Satellite Beach, Florida 32937.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Rodney G. Ullein, 690 Anderson Court, Satellite Beach, Florida 32937.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property only as decided by unanimous vote of the members.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all members.

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, insanity, bankruptcy, retirement, or dissolution of a member or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX - MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization.

The names and address of the members of the company are:

NAME	ADDRESS	CITY
Rodney G. Ullein	690 Anderson Court	Satellite Beach
William H. Harper	2010 Lakeside Ave.	Melbourne

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CLERK OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Satellite Beach, Florida, on this 15th day of October, 1999.

Rodney G. Ullein
Rodney G. Ullein, Organizer

STATE OF FLORIDA
COUNTY OF BREVARD

Rodney G. Ullein
Applicant

Sworn to (or affirmed) and subscribed before me
25th day of October, 1999 by Rodney G. Ullein
Affiant

Kristina A. Peeples
Notary Public - State of Florida

Kristina A. Peeples
Print, Type, or Stamp Commissioned Name

Personally known _____ OR Produced Identification K

Type of Identification Produced FI DL# U450727-54-425-0



ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of **POINTMAN AERO L.C.**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Rodney G. Ullein,
Registered Agent

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TALLAHASSEE, FLORIDA