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ARTICLES OF ORGANIZATION
OF
DUNCAN AVIATION ENTERPRISES, L.C.

The undersigned subscriber to these Articles of Organization, a natural person competent to contract, hereby forms a limited liability company under the laws of the State of Florida.

ARTICLE I - NAME

The name of this company is DUNCAN AVIATION ENTERPRISES, L.C.

ARTICLE II - DURATION

This term of the company shall commence on the date the Articles of Organization are filed with the Secretary of State of the State of Florida and shall continue thereafter until January 1, 2029, or unless earlier dissolved in accordance with the provisions of Florida law governing the operating agreement of the company.

ARTICLE III - PURPOSE

This Limited Liability Company is created for the purpose of transacting the business of consulting, and in such other business as may be agreed on by the members.

ARTICLE IV - PLACE OF BUSINESS

The principal place of business of this Limited Liability Company shall be 3534F Forest Branch Drive, Port Orange, Florida 32119, and such other place or places as the members from time to time may determine.

FILED
00 JAN 14 PM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V - REGISTERED AGENT

The name and address of the initial Registered Agent of the company shall be IAN J. DUNCAN, 3534F Forest Branch Drive, Port Orange, Florida 32119.

ARTICLE VI - MANAGEMENT OF BUSINESS

The Limited Liability Company is to be managed by the members or such persons as may be designated or appointed by the members as managers. The names and addresses of the member managers who will serve until the first annual meeting of the members or until their successors are elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
IAN J. DUNCAN	3534F Forest Branch Drive
H. ILONA DUNCAN	Port Orange, Florida 32119

ARTICLE VII - MEMBERS

The Company shall have two members who shall be as follows:

NAME	ADDRESS
IAN J. DUNCAN	3534F Forest Branch Drive
H. ILONA DUNCAN	Port Orange, Florida 32119

After the date of the formation of the company, any person or entity acceptable to the members by their unanimous vote thereof may become a member of this company either by the issuance of the company of membership interest for such consideration as the members by their unanimous vote shall determine, or as a transferee of a member's membership interest or any portion thereof, subject to the terms and conditions of the operating agreement of the company.

FILED
00 JAN 14 PM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII - CONTINUATION OF BUSINESS

In the event of death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members of the limited liability company reserve the right to continue the business of the company upon the consent of all remaining members within ninety days of the withdrawal event, provided that at all times there remain at least two remaining members.

ARTICLE IX - MANAGEMENT OF THE COMPANY

The Limited Liability Company is to be managed by the members or such persons as may be designated or appointed by the members as managers. The names and addresses of the member managers who will serve until the first annual meeting of the members until their successors are elected and qualified are:

NAME	ADDRESS
IAN J. DUNCAN	3534F Forest Branch Drive
H. ILONA DUNCAN	Port Orange, Florida 32119

FILED
00 JAN 14 PM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE X - AMENDMENTS

These articles, except with respect to the vested rights of the members, may be amended from time to time by a unanimous consent of the members, and the amendments shall be filed, duly signed by all members of the company, with the Florida Department of State.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed these Articles of Organization, under the laws of the State of Florida, this 11th day of

January, 2000.


IAN J. DUNCAN

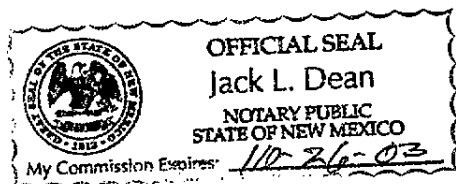
H. ILONA DUNCAN

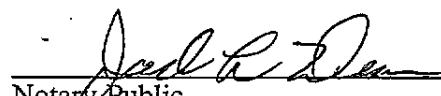
STATE OF NEW MEXICO]
] SS
COUNTY OF Bernalillo]

I HEREBY CERTIFY that before me this day, personally appeared IAN J. DUNCAN and H. ILONA DUNCAN, to me known to be the persons described in and who executed the foregoing Articles of Organization and acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State above named _____ day of January, 2000.

FILED
JAN 14 PM 7:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA




Notary Public
State of New Mexico at Large

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED, having been named registered agent for the above stated limited liability company, at the place designated in the foregoing Articles of Organization, hereby accepts to act in this capacity, acknowledges that he is familiar with and agrees to comply with the provisions of Section 608.415, Florida Statutes, and accepts all responsibilities and obligations of that position.

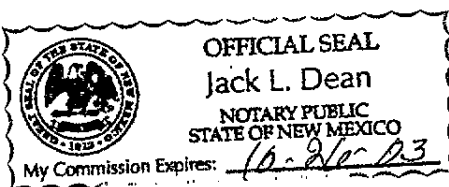

IAN J. DUNCAN


FILED
00 JAN 14 PM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF NEW MEXICO]
] SS
COUNTY OF Bernalillo]

I HEREBY CERTIFY that before me this day, personally appeared IAN J. DUNCAN, to be known to be the person described in and who executed the foregoing Acceptance and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State above named this 11 day of January, 2000.




Notary Public
State of New Mexico at large