

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L000000004041

InFlight Holdings, LLC

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****155.00 ****155.00

L00-4041

Name	<i>[Signature]</i>
Availability	<i>[Signature]</i>
Owner	<i>[Signature]</i>
Manager	<i>[Signature]</i>
Secretary	<i>[Signature]</i>
Director	<i>[Signature]</i>
Officer	<i>[Signature]</i>
Agent	<i>[Signature]</i>

Signature

Requested by:

LM 4/10 9:49

Name

Date

Time

Walk-In

Will Pick Up

FILED
00 APR 10 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 APR 10 AM 10:14
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

<input checked="" type="checkbox"/>	Art of Inc. File
<input type="checkbox"/>	LTD Partnership File
<input type="checkbox"/>	Foreign Corp. File
<input checked="" type="checkbox"/>	L.C. File <i>Cert.</i>
<input type="checkbox"/>	Fictitious Name File
<input type="checkbox"/>	Trade/Service Mark
<input type="checkbox"/>	Merger File
<input type="checkbox"/>	Art. of Amend. File
<input type="checkbox"/>	RA Resignation
<input type="checkbox"/>	Dissolution / Withdrawal
<input type="checkbox"/>	Annual Report / Reinstatement
<input checked="" type="checkbox"/>	Cert. Copy
<input type="checkbox"/>	Photo Copy
<input type="checkbox"/>	Certificate of Good Standing
<input type="checkbox"/>	Certificate of Status
<input type="checkbox"/>	Certificate of Fictitious Name
<input type="checkbox"/>	Corp Record Search
<input type="checkbox"/>	Officer Search
<input type="checkbox"/>	Fictitious Search
<input type="checkbox"/>	Fictitious Owner Search
<input type="checkbox"/>	Vehicle Search
<input type="checkbox"/>	Driving Record
<input type="checkbox"/>	UCC 1 or 3 File
<input type="checkbox"/>	UCC 11 Search
<input type="checkbox"/>	UCC 11 Retrieval
<input type="checkbox"/>	Courier

**ARTICLES OF ORGANIZATION
FOR
INFLIGHT HOLDINGS, LLC.**

A Florida Limited Liability Company

The undersigned, INFLIGHT HOLDINGS, LLC (the "Company"), desiring to form a limited liability company under the Florida Limited Liability Company Act, codified as Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization of such Company.

ARTICLE I

NAME

The name of the limited liability company is INFLIGHT HOLDINGS, LLC.

ARTICLE II

MAILING AND STREET ADDRESS

The mailing address of the Company is P.O. Box 380758, Miami, Florida 33238 and the principal street address of the Company is 6950 N.W. 25th Street, Miami, Florida 33126.

ARTICLE III

REGISTERED AGENT AND OFFICE

The name and street address of the Company's initial registered agent in Florida is Jonathan J. Lichtman, P.A., Sanctuary Centre, 4800 N. Federal Highway, Suite D-100, Boca Raton, Florida 33431.

ARTICLE IV

DURATION

The period of duration for the Company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State unless earlier terminated by the unanimous written agreement of all Members.

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ARTICLE V

MANAGEMENT

The Company is to be managed by its Managers. The person who will serve as Manager until the first annual meeting of Members or until his successor is elected and qualified is:

Bernard Klepach
P.O. Box 380758
Miami, Florida 33238

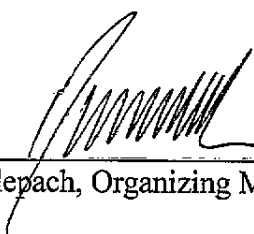
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ARTICLE VI

ORGANIZING MEMBER

The name and address of the Organizing Member or incorporator executing these Articles of Organization is Bernard Klepach, P.O. Box 380758, Miami, Florida 33238.

IN WITNESS WHEREOF, the undersigned Organizing Member has executed these Articles of Organization this 5TH day of April, 2000.



Bernard Klepach, Organizing Member

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for INFLIGHT HOLDINGS, LLC, at the place designated in the foregoing Articles of Organization, we hereby accept the appointment as Registered Agent and agree to act in this capacity. We further agree to comply with the provisions of the Florida Limited Liability Company Act relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as Registered Agent.

JONATHAN J. LICHTMAN, P.A.

Dated: _____

4/5/08

By: _____

Jonathan J. Lichtman, President

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