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Division of Corporations

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TALLAHASSEE, FLORIDA**LIMITED LIABILITY COMPANY****American Jet Charters, LLC**

Certificate of Status	1
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**ARTICLES OF ORGANIZATION  
OF  
AMERICAN JET CHARTERS, LLC**

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

**ARTICLE I -- NAME**

The name of the limited liability company shall be American Jet Charters, LLC ("Company")

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the Company shall be 100 Aviation Drive South, Suite 202, Naples, Florida 34104.

**ARTICLE III -- DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company shall have perpetual existence until it is dissolved and its affairs wound up.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is Michael W. McArdle, 850 Parkshore Drive, Naples, Florida 34103.

**ARTICLE V -- 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 only transfer his or her interest in the Company as set forth in the Operating Agreement 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.

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#### ARTICLE VI - TERMINATION OF EXISTENCE

Upon the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, the business of the Company may be continued by the consent of the remaining member or members.

#### ARTICLE VII - MANAGEMENT

The Company shall be manager-managed. The Operating Agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial managers of the Company are:

NAME	ADDRESS
Diego Levine	100 Aviation Drive South Suite 202 Naples, Florida 34104
G. Stuart Burchill	100 Aviation Drive South Suite 202 Naples, Florida 34104


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#### ARTICLE VII - AMENDMENT

These Articles of Organization may be amended by the consent of all members, or as may otherwise be provided by law.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Naples, Florida, on this 12<sup>th</sup> day of July, 2000.

AUTHORIZED REPRESENTATIVE OF A MEMBER:

  
Jeanne L. Seewald  
850 Park Shore Drive  
Naples, Florida 34103

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STATE OF FLORIDA )  
 ) ss:  
COUNTY OF COLLIER )

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of June, 2000, by Jeanne L. Seewald, Organizer. She is ( X ) personally known to me or ( ) has produced \_\_\_\_\_ as identification and did take an oath.



*Amy Fletcher*  
NOTARY PUBLIC

Name: \_\_\_\_\_

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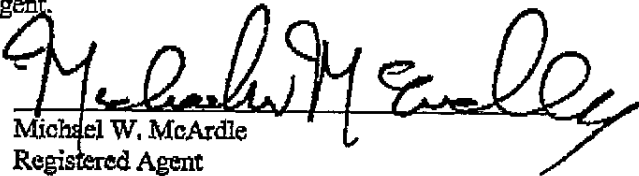
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**AMERICAN JET CHARTERS, LLC**

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the Articles of Organization of American Jet Charters, 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 duties, and is familiar with and accepts the obligations of the position of registered agent.

  
Michael W. McArdle  
Registered Agent

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