Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 922-4003

From:

Account Name : MARTIN, ADE, BIRCHFIELD & MICKLER, P.A.

Account Number : I19990000133 Phone : (904)354-2050

Fax Number : (904)354-5842

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LIMITED LIABILITY COMPANY

Southeastern Airships, LLC

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$125.00

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ARTICLES OF ORGANIZATION FOR SOUTHEASTERN AIRSHIPS, LLC

ARTICLE I - NAME

The name of the Limited Liability Company is:

SOUTHEASTERN AIRSHIPS, LLC

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability

c/o Martin, Ade, Birchfield & Mickler, P.A. One Independent Drive, Suite 3000 Jacksonville, FL 32202

ARTICLE III - REGISTERED AGENT & REGISTERED OFFICE

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

MABM Corporate Services, Inc. c/o John D. Milton, Jr., Esq. One Independent Drive, Suite 3000 Jacksonville, FL 32202

J. William Yates, Member

William T. Stockton, 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.)

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CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT OF SOUTHEASTERN AIRSHIPS, LLC

MARTIN, ADE, B&M

Pursuant to Section 608, Florida Limited Liability Company Act, MABM Corporate Services, Inc., located at One Independent Drive, Suite 3000, Jacksonville, Florida, 32202, having been named as registered agent to accept service of process upon SOUTHEASTERN AIRSHIPS, LLC, hereby accepts the appointment as registered agent, agrees to act in that capacity, and agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties as registered agent, acknowledging hereby that it is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned corporation has caused this Certificate to be executed in Jacksonville, Duval County, Florida on this & day of July, 2000.

> MABM CORPORATE SERVICES, INC., a Florida Corporation Registered Agent