

L0000000/0157



ACCOUNT NO. : 072100000032

REFERENCE : 808276 8432A

AUTHORIZATION :

COST LIMIT : \$ 155.00

Patricia Pizito

MJH

ORDER DATE : August 23, 2000

ORDER TIME : 11:40 AM

ORDER NO. : 808276-005

CUSTOMER NO: 8432A

CUSTOMER: Ms. Suzanne M. Ascher
Sobering, white & Luczak, P.a.

Suite 1000
201 South Orange Avenue
Orlando, FL 32801

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 AUG 23 PM 3:34

DOMESTIC FILING

NAME: SHOWALTER AIRCRAFT SALES, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
XX CERTIFIED COPY

CONTACT PERSON: Tamara Odom - EXT. 1104
EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32310

00 AUG 23 PM 12:54

RECEIVED

**ARTICLES OF ORGANIZATION OF SHOWALTER AIRCRAFT SALES, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles of Organization, hereby certifies that:

ARTICLE I — Name:

The name of the limited liability company (hereinafter referred to as the "Company") is "SHOWALTER AIRCRAFT SALES, LLC."

ARTICLE II — Address:

The mailing address and street address of the principal office of the Company is 400 Herndon Avenue, Orlando, Fl. 32803.

ARTICLE III — Duration:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV — Management:

The LLC is to be managed by managers and the names and addresses of the initial managers are:

Robert H. Showalter	400 Herndon Avenue, Orlando, Fl. 32803.
Kim S. Showalter	400 Herndon Avenue, Orlando, Fl. 32803.

ARTICLE V — Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

Additional members may be admitted to the Company only upon the unanimous vote of the then existing members.

ARTICLE VI — Members' Rights to Continue Business:

The right, if given, of the remaining members of the Company to continue the business on the 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 Company shall be:

As long as there is at least one member, remaining at all times, the remaining members may continue the business of the Company upon the 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 Company, provided that they unanimously elect to do so within ninety days after such event or occurrence.

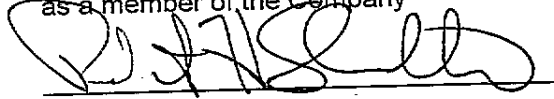
ARTICLE VII — Limitation on Agency Authority of Members

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no member of the Company shall be deemed to be an agent of the Company solely by virtue of being a member thereof, and no member, as such, shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member thereof.

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IN WITNESS WHEREOF, I, Robert H. Showalter, do hereby execute these Articles of Organization, as a member of the Company, and acknowledge them to be my act this 22nd day of August, 2000.

ROBERT H. SHOWALTER,
as a member of the Company

A handwritten signature in black ink, appearing to read 'R. H. Showalter', is written over a horizontal line.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

SHOWALTER AIRCRAFT SALES, LLC

2. The name and address of the registered agent and office is:

Robert B. White Jr. Esq.
Sobering White & Luczak P.A.
201 S. Orange Ave. Suite 1000
Orlando, Fl. 32801

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Robert B. White Jr.

Dated: August 22nd, 2000