

ITERA International Energy Corporation

10151 Deerwood Park Blvd, Bldg. 100, Suite 410 Jacksonville, FL 32256, USA

Tel.: 904-996-8800, Fax: 904-996-8805

Florida Dept. of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Orange Airways, L.L.C.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Organization of Orange Airways, L.L.C. for filing with the Secretary of State's Office. Please return a stamped copy to us for our records once the document has been filed. I have enclosed a stamped addressed return envelope for your convenience.

Also enclosed please find the filing fee in the amount of \$125.

Thank you for your attention to this matter.

Very truly yours,

ITERA International Energy Corporation

Barbra Tinkle

Administrative Assistant

Enclosures

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ARTICLES OF ORGANIZATION OF ORANGE AIRWAYS, L.L.C. a Florida limited liability company

ARTICLE I - NAME

The name of the Limited Liability Company is ORANGE AIRWAYS, L.L.C.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

10151 Deerwood Park Blvd. Building 100, Suite 410 Jacksonville, Florida 32256

ARTICLE III - REGISTERED AGENT & REGISTERED OFFICE

The name and street address of the Limited Liability Company's registered agent in the State of Florida are:

Steven C. Koegler, Esq. 10151 Deerwood Park Blvd. Building 100, Suite 410 Jacksonville, Florida 32256

Steven C. Koegler, as Authorized

Representative of the 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 ORANGE AIRWAYS, L.L.C.

Pursuant to Chapter 608, Florida Limited Liability Company Act, Steven C. Koegler, located at 10151 Deerwood Park Boulevard, Building 100, Suite 410, Jacksonville, Florida 32256, having been named as registered agent to accept service of process upon ORANGE AIRWAYS, L.L.C., 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 his duties as registered agent, acknowledging hereby that he is familiar with and accepts the obligations of registered agent.

IN WITNESS WHEREOF, the undersigned has caused this Certificate to be executed in Jacksonville, Duval County, Florida on this 25th day of August, 2000.

Steven C. Koegler

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