

L000000011610

TRANSMITTAL MEMORANDUM

To: Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

Date: September 19, 2000

Re: ORLANDO FLIERS LIMITED
LIABILITY COMPANY

File No. W-50,669

DOCUMENTS OR PAPERS LISTED BELOW ARE ENCLOSED:

1. Original Articles of Organization.
2. Check for \$155.00, covering;
\$100.00 Filing Fee
25.00 Registered Agent
30.00 Certified Copy

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-09/21/00--01060--007
****155.00 ****155.00

PLEASE TAKE THE FOLLOWING ACTION:

Please file the Articles and return one certified copy
as soon as possible.

FILED
00 SEP 21 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THANK YOU.

STENSTROM, McINTOSH, COLBERT, WHIGHAM & SIMMONS, P.A.
Attorneys at Law
Suite 22, Sun Bank
Post Office Box 4848
Sanford, Florida 32772-4848
Telephone: (407) 322-2171
Orlando Exchange: (407) 834-5119
FAX: (407) 330-2379

/s/ FRANK C. WHIGHAM

FRANK C. WHIGHAM, ESQUIRE

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L00-11610
JR

**ARTICLES OF ORGANIZATION
OF
ORLANDO FLIERS LIMITED LIABILITY COMPANY**

I, the undersigned as organizer and member of a limited liability company, under the Florida Limited Liability Company Act, adopt the following Articles of Organization for such limited liability company:

**ARTICLE I
NAME**

The name of the limited liability company shall be **ORLANDO FLIERS LIMITED LIABILITY COMPANY**.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office of this limited liability company is **2115 Alameda Ave., Orlando, FL 32804**, and the mailing address shall be the same. This limited liability company shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE III
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is **2115 Alameda Ave., Orlando, FL 32804**, and the name of the company's initial registered agent at that address is **WILLIAM S. WILKINS**.

**ARTICLE IV
MEMBERS AND MANAGEMENT**

The management of the company is reserved to the members of the company, in proportion to their contribution to the capital of the limited liability company. The power to adopt, alter, amend or repeal the regulations of this limited liability company shall be vested in the members of the company.

FILED
SEP 21 PM 5:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The names and addresses of the members of the company are:

WILLIAM S. WILKINS
2115 Alameda Ave.
Orlando, FL 32804

DAVID MINER
2260 Albion Ave
Orlando, FL 32833

No additional members shall be admitted unless all members, (including any additional members other than original members) shall unanimously agree, and on such terms and conditions as shall be agreed unanimously.

The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member of this limited liability company, shall terminate this company, unless the remaining members shall unanimously agree to continue the business of the company, in which event, this company shall not so terminate.

ARTICLE V DURATION

The period of duration for this limited liability company shall be perpetual from the date of issuance of a Certificated of Organization by the State of Florida.

IN WITNESS WHEREOF, the undersigned organizers have executed these Articles of Organization of **ORLANDO FLIERS LIMITED LIABILITY COMPANY** on this 13 day of September, 2000.

WILLIAM S. WILKINS

DAVID MINER

FILED
NO SEP 1 PM 5:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA)
COUNTY OF ORANGE).

The foregoing instrument was acknowledged before me by **WILLIAM S. WILKINS and DAVID MINER**, personally known to me, or who provided FLORIDA DRIVERS LICENSE as identification, this 13 day of September, 2000.

(Affix notarial seal)

 Marlene A Tyndall
My Commission CC727531
Expires March 24, 2002

Marlene A Tyndall
Notary Public-State of Florida

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA)
COUNTY OF ORANGE)

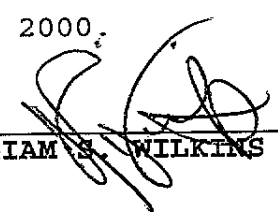
Pursuant to the provisions of Section 608.415 of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida.

1. The name of the limited liability company is **ORLANDO FLIERS LIMITED LIABILITY COMPANY**.

2. The name of the registered agent for **ORLANDO FLIERS LIMITED LIABILITY COMPANY**, is **WILLIAM S. WILKINS**, and the street address of the company's principal office where the agent is located is 2115 Alameda Ave., Orlando, FL 32804.

3. This statement is to acknowledge that, as indicated above, **ORLANDO FLIERS LIMITED LIABILITY COMPANY**, has appointed me, **WILLIAM S. WILKINS**, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated this 13 day of September, 2000.


WILLIAM S. WILKINS

FILED
00 SEP 21 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this _____ day of September, 2000, by **WILLIAM S. WILKINS**, agent on behalf of **ORLANDO FLIERS LIMITED LIABILITY COMPANY**, a limited liability company. He is personally known to me or provided _____ as identification.

(Affix Notary Seal)



Marlene A Tyndall

My Commission CC727531

Expires March 24, 2002

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Notary Public; State of FL
By: _____