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LIMITED LIABILITY AMENDMENT

FLORIDA AIR HOLDINGS, LLC

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$25.00

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**AMENDED AND RESTATED ARTICLES OF ORGANIZATION OF
FLORIDA AIR HOLDINGS, LLC**

Florida Air Holdings, LLC originally filed Articles of Organization on December 7, 2000. These Amended and Restated Articles of Organization of the Company have been duly executed and are being filed in accordance with Section 608.411 of the Florida Limited Liability Company Act as follows:

ARTICLE I - NAME

The name of the limited liability company shall be FLORIDA AIR HOLDINGS, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 100 Aviation Drive, South, Suite 202, Naples, FL 34104

ARTICLE III - REGISTERED OFFICE AND AGENT

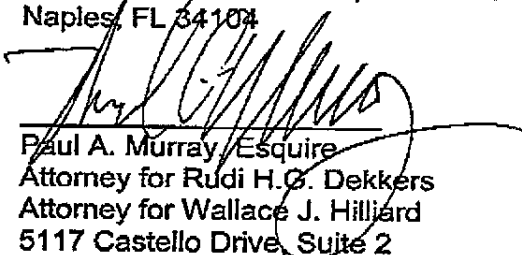
The name and street address of the registered agent of the Company in the state of Florida are Paul A. Murray, 5117 Castello Drive, Suite 2, Naples FL 34103.

ARTICLE IV - MANAGEMENT

The Company shall be managed by managers in accordance with its Operating Agreement. The names and addresses of the initial managers of the Company are:

Rudi H. G. Dekkers
400 East Airport Avenue
Venice, FL 34285

Wallace J. Hilliard
100 Aviation Drive South, Suite 202
Naples, FL 34104


Paul A. Murray, Esquire
Attorney for Rudi H.G. Dekkers
Attorney for Wallace J. Hilliard
5117 Castello Drive, Suite 2
Naples, FL 34103

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