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LIMITED LIABILITY COMPANY

AeroStor, L.L.C.

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 7, 2000

SMITH HULSEY & BUSEY
AEROSTOR, L.L.C.

SUBJECT: AEROSTOR, L.L.C.
REF: H00000063724

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent must sign accepting the designation.

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**ARTICLES OF ORGANIZATION
OF
AEROSTOR, L.L.C.**

The undersigned organizer, who is the authorized representative of the members of AeroStor, L.L.C. (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of this limited liability company (the "Company") is AeroStor, L.L.C.

ARTICLE II - PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company is 4336 Pablo Oaks Court, Jacksonville, Florida 32224.

ARTICLE III - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent are Smith Hulsey & Busey, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

ARTICLE IV - MANAGEMENT

The Company shall be managed by one or more managers and is, therefore, a manager-managed company. The names and addresses of the initial members of the Board of Managers, who shall serve as the Board of Managers of the Company until their successors are elected and qualified, are:

Donald F. Glisson, Sr.
4336 Pablo Oaks Court
Jacksonville, Florida 32224

Donald F. Glisson, Jr.
4336 Pablo Oaks Court
Jacksonville, Florida 32224

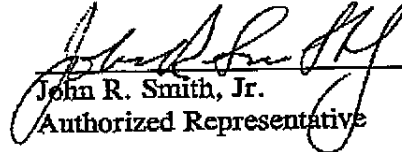
Michael T. Glisson
4336 Pablo Oaks Court
Jacksonville, Florida 32224

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IN WITNESS WHEREOF, the undersigned, who is the authorized representative of the members of AeroStor, L.L.C., has executed the foregoing Articles of Organization on the 6th day of December, 2000.


John R. Smith, Jr.
Authorized Representative

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is AeroStor, L.L.C.
2. The name and the Florida street address of the registered agent and office are Smith Hulsey & Busey, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, Smith Hulsey & Busey hereby accepts the appointment as registered agent and agrees to act in this capacity. Smith Hulsey & Busey further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and Smith Hulsey & Busey is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.

SMITH HULSEY & BUSEY

By: _____

M. Richard Lewis, Jr.
Vice-President

Date: December 7, 2000

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