

Mattlin & McClosky

FRED W. MATTLIN
GREGG W. McCLOSKEY
RONALD E. D'AMMA
STEVEN G. SCHWARTZ
MICHAEL J. IOANNOU
GORDON A. DIERLE

LAW OFFICES
2800 CHADES ROAD
SUITE 200, EAST TOWER
BOCA RATON, FLORIDA 33431
TELEPHONE 561/388-9200
FACSIMILE 561/395-1111
E-mail: admin@mmattorneys.com

DAVID J. PASCUZZI
GARY W. KOVACS
ROBERT S. HORWITZ
JOHN IOANNOU, JR.

February 7, 2001

VIA FEDERAL EXPRESS

500003661745--9
-02/08/01--01072-010
***160.00 ***160.00

Registration Section
Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Articles of Organization--Maxwell Aerospace Holdings, LLC

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of Articles of Organization for creating the above-referenced Florida Limited Liability Company pursuant to Chapter 608 of the *Florida Statutes*, along with this Firm's check in the amount of \$160.00, made payable to the Florida Department of State, comprising the \$100.00 filing fee, \$25.00 designation of registered agent fee, \$30.00 certified copy of articles of organization fee, and \$5.00 certificate of status fee.

Please return a filed, certified copy of the Articles of Organization together with the certificate of status to the undersigned counsel in the enclosed, self-addressed and prepaid Federal Express envelope at your earliest possible convenience. Thank you in advance for your anticipated prompt attention to this matter.

Very truly yours,


Michael J. Ioannou

MJI/af
Enclosures

LOI-2185
OK

ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: **MAXWELL AEROSPACE HOLDINGS, LLC**

ARTICLE II - Duration:

The period of duration of the Limited Liability Company is perpetual.

ARTICLE III - Address:

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

2310 N.W. 55th Court
Bay 128
Fort Lauderdale, Florida 33309


ARTICLE IV - Registered Agent, Registered Office & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

H. George Maxwell
2310 N.W. 55th Court
Bay 128
Fort Lauderdale, Florida 33309

FILED
01 FEB - 8 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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, 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 as provided for in Chapter 608, F.S.



Registered Agent's Signature

ARTICLE V - Management:

The Limited Liability Company is to be managed by its members in proportion to their contributions to the capital of the Limited Liability Company, and therefore, is a member - managed company. The name and address of its initial members are: (i) Marta E. Maxwell, (ii) H. George Maxwell, (iii) My B. Galvan, (iv) Andrew W. Montidoro, 2310 N.W. 55th Court, Bay 128, Fort Lauderdale, Florida 33309...

IN WITNESS HEREOF, the undersigned member has executed these Articles of Organization this 6th day of February, 2001.



Signature of Member
Marta E Maxwell

(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.)



Marta E Maxwell

FILED
01 FEB -8 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA