

201000003035

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax and number (shown below) on the top and bottom of all pages of the document.

(((H01000021644 9)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : GUNSTER, YOAKLEY, ETAL. (MIAMI OFFICE)
Account Number : 076077002561
Phone : (305) 376-6023
Fax Number : (305) 376-6010

FILED

01 FEB 27 AM 9:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL

LIMITED LIABILITY COMPANY

MILAM COMMERCE, LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

RECEIVED

01 FEB 28 AM 8:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing

Public Access Help

**ARTICLES OF ORGANIZATION
OF
MILAM COMMERCE, LLC**

FAX AUDIT NO.:
H01000021644

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization:

Article I
Name

The name of the limited liability company is MILAM COMMERCE, LLC (the "Company").

Article II
Duration

This Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

Article III
Nature of Business and Mailing Address

This Company is organized for the purpose of engaging in all lawful activities and do all other things which may be necessary or desirable in connection with the foregoing. The mailing address and the street address of the Company's initial principal office is c/o V.H.L. Aircraft, Inc., 5000 N.W. 74th Avenue, Miami, Florida 33166.

THIS INSTRUMENT PREPARED BY:

Edgar Lewis, Esq.
Gunster, Yoakley & Stewart, P.A.
Suite 3400 - One Biscayne Tower
2 South Biscayne Boulevard
Miami, Florida 33131
Tel: (305) 376-6016

Florida Bar No.: 047114

FILED
01 FEB 27 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT NO.:
H01000021644

FAX AUDIT NO.:
H01000021644

Article IV
Initial Registered Office and Agent

The street address of the initial registered office of this Company is 2 South Biscayne Boulevard, Suite 3400, Miami, Florida 33131 and the registered agent at that address is Valdes-Fauli Corporate Services, Inc.

Article V
Membership Certificates

(a) Each Member's interest in the Company may be evidenced by a membership participation certificate.

(b) No Member of this Company may transfer, sell or assign its Membership Interest in the Company to any other person except as provided for in the Company's Regulations and Operating Agreement.

Article VI
Addition of New Members

New owners who take their interest directly from the Company will be admitted as Members with the consent of all of the Members. New owners who take their interest by assignment, inheritance, or operation of law will be admitted only with the consent of the Members or as otherwise provided in the Regulations and Operating Agreement of the Company.

Article VII
Management

This Company shall be managed by the Members in accordance with the Regulations and Operating Agreement of the Company.

Article VIII
Amendment

This Company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the Members is subject to this reservation.

01 FEB 27 AM 9:07
FILED
TALLAHASSEE
FLORIDA
SECRETARY OF STATE

FAX AUDIT NO.:
H01000021644

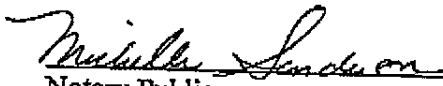
IN WITNESS WHEREOF, the undersigned authorized representative of the initial members
has executed these Articles the 27 day of February, 2001.



Edgar Lewis
Authorized Representative

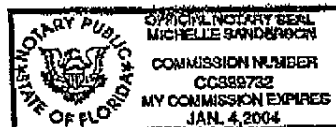
STATE OF FLORIDA)
) ss.:
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 27 day of February,
2001 by Edgar Lewis, who is personally known to me.



Notary Public

My Commission Expires:



FILED

01 FEB 27 AM 9:07

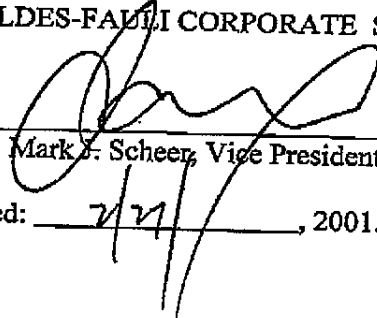
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT NO.:
H01000021644

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

VALDES-FALDI CORPORATE SERVICES, INC.

By: 
Mark A. Scheer, Vice President

Dated: 2/27, 2001.

299910.1

FILED
01 FEB 27 AM 9:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA