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FOLTZ MARTIN
ATTORNEYS AT LAW

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404.231.9397 TELEPHONE / FACSIMILE 404.237.1659

February 15, 2001

VIA FEDERAL EXPRESS

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

200003892272--8

-03/22/01--01034--001

***125.00 ***125.00

RE: Application to set up a new Florida limited liability company : Spin Off
Flights, LLC

Dear Ladies and Gentlemen:

Enclosed please find the following documents:

1. Articles of Organization for Florida Limited Liability Company;
2. Check number 19876 in the amount of \$125.00 representing filing fees; and
3. A return Pre-addressed and stamped Federal Express Envelope addressed to Foltz Martin, LLC.

I need the Articles of Organization with the Designation of Registered Agent to be filed in your office. I have enclosed the required filing fees for this service. Please return to my attention a copy of the filed Articles in the pre-addressed stamped Federal Express envelope that I have enclosed for your convenience.

If you have any questions, please do not hesitate in contacting the undersigned.

Best regards,

Sincerely,

FOLTZ MARTIN, LLC

Audra I. Parker
Audra I. Parker
Paralegal

RECEIVED
CLERK OF STATE
TALLAHASSEE FLORIDA

03 MAR 22 AM 10:33

FILED

/aip
Enclosures
L:/1/11009/Div of Corp-letter

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY
COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:
Spin Off Flights, LLC

ARTICLE II - Address:

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

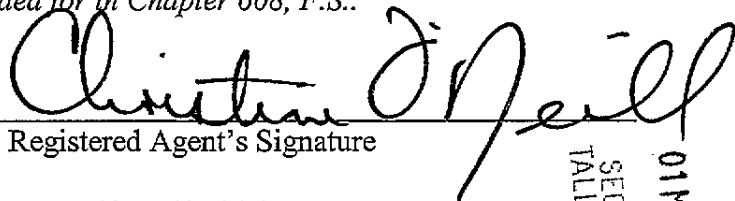
10993 State Rt. 703 (A1A)
North Palm Beach, FL 33408-3441

**ARTICLE III – Registered Agent, Registered Office & Registered Agent's
Signature:**

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

Christine A. O'Neill
10993 State Rt. 703 (A1A)
North Palm Beach, FL 33408-3441

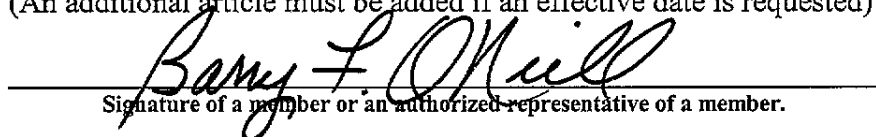
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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 IV – Management (Check box if applicable)

- ☒ The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager – managed company.

(An additional article must be added if an effective date is requested)


Signature of a member or an authorized representative of a member.

(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.)

Barry F. O'Neill

Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE FLORIDA