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Florida Department of State
Division of Corporations
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LIMITED LIABILITY COMPANY
CHAMPION AVIATION, L.L.C.

Certificate of Status	0
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**ARTICLES OF ORGANIZATION
OF
CHAMPION AVIATION, L.L.C.**

ARTICLE I

Name. The name of the limited liability company ("Company") is
CHAMPION AVIATION, L.L.C.

ARTICLE II

Address. The mailing and street address of the Company's principal office is
1103 S.E. Madison Avenue, Stuart, Florida 34996.

ARTICLE III

Duration. The period of duration for the Company is perpetual beginning on the
date these Articles of Organization are filed by the Florida Department of State.

ARTICLE IV

Nature of Company: The general nature of the business to be transacted by
the Company under these Articles of Organization shall be to engage in operation of a
flight school under Part 61, F.A.R., and ancillary aircraft rental and to engage in any other
activity or business permitted under the laws of the United States and of the State of
Florida and to carry out said purposes in any state, territory, district, or possession of the
United States, or in any foreign country, to the extent that these purposes are not forbidden
by the law of the state, territory, district, or possession of the United States, or by the
foreign country.

ARTICLE V

Management. The Company is to be managed by its members.

Prepared by:
Lawrence E. Crary III, Esquire
555 Colorado Avenue
Stuart, Florida 34994

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CRARY BUCHANAN

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NO. 447

Admission of New Members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VI

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VII

The remaining members of the Company have the right to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company. The business of the Company may be continued only on the written consent of a majority of the remaining members.

ARTICLE VIII

Amendment of Articles. These Articles of Organization may be amended in the manner provided by law. Every proposed amendment to these Articles of Organization shall require the approval by the Managing Member, whereupon it shall be proposed to all the Members, and, for adoption, shall require the approval at a Member's meeting by a majority of the members entitled to vote thereon; alternatively, all of the Members may sign a written statement adopting the proposed Amendment to these Articles of Organization.

ARTICLE IX

Operating Agreement. The Operating Agreement of the Company shall be altered or rescinded by a majority vote of the Members of the Company at a meeting of the Members; alternatively, all of the Members may sign a written statement adopting the proposed Operating Agreement or changes thereof.

ARTICLE X

Agent and Office. The name of Company's initial registered agent shall be E. Crary III. The address of Company's registered office in Florida shall be Suite 1, Stuart, Florida 34994.

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ARTICLE XI

Preemptive Rights. The Members of the Company shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Members, such membership interests as may be issued for money, or any property or services from time to time, in addition to the present memberships. The preemptive right of any Member is determined by the ratio of the membership interest held by a Member to all membership interests currently outstanding.

ARTICLE XII

Organizing Members. The name and address of the Initial organizing member, who are members of the Company, are as follows:

Eric L. Boyd
1103 S.E. Madison Avenue
Stuart, Florida 34996

Jeffrey Stewart
4312 S.W. Paley Road
Port St. Lucie, FL 34953

IN WITNESS WHEREOF, We have executed these Articles of Organization on this 25th day of April, 2001, at Stuart, Florida.

ERIC L. BOYD

JEFFREY STEWART

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 25th day of April, 2001 by ERIC L. BOYD and JEFFREY STEWART. They (please check one of the following) ☒ are personally known to me or ☐ who have produced Fl. Driver's License as identification; and who (please check one of the following) ☐ did or ☐ did not take an oath.



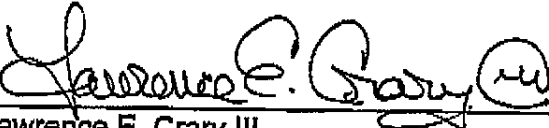
Maritza Polanco
NOTARY PUBLIC
Print Name: Maritza Polanco
My Commission Expires: 5/4/03

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ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated limited liability company, at the place designated in the above Articles of Organization, I hereby accept to act in this capacity and agree to comply with the provisions of Florida Law relative to keeping open said office.


Lawrence E. Crary III
Registered Agent

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