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October 29, 2001

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Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re:

Articles of Organization for Florida Limited Liability Company

for Aircraft Compliance Management, LLC

Greetings:

Enclosed please find the Articles of Organization for Florida Limited Liability Company following:

AIRCRAFT COMPLIANCE MANAGEMENT, LLC

Also, please find enclosed our check in the amount of \$125 to cover the fee.

Please return a copy to us for our files.

Very truly yours,

joei Bernstein, Esq., P.A.

JB/jm enc.

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

AIRCRAFT COMPLIANCE MANAGEMENT, LLC

ARTICLE II - Address:

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

c/o Gerald Naekel 7211 S. Peoria Street, Suite 160 Englewood, CO 80112

ARTICLE III - Registered Agent, Registered Office, & Registered Agent=s Signature:

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

Carlos Chomut 11900 Biscayne Boulevard - Suite 809 Miami, FL 33181

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.

Carlos Chomut, Registered Agent

ARTICLE IV - Management

The Limited Liability Company is to be managed by one or more members, and is, therefore, a member - managed company.

These Articles are executed by Carlos Chomut, a member of the Limited Liability Company.

Date: October 17, 2001

Carlos Chomut