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OFFICE USE ONLY(DOCUMENT #)

LAZARUS CORPORATE FILING SERVICE

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MIAMI, FLORIDA (305)552-5973

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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****155.00 ****155.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. PHALANX AVIATION SERVICES LLC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

Walk in Pick up time 2.00

Certified Copy

Mail out Will wait

Photocopy

Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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02 FEB -8 PM 2:55
DIVISION OF CORPORATION

02 FEB -8 PM 3:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Examiner's Initials

JB 2-8-02

ARTICLES OF ORGANIZATION
FOR LIMITED LIABILITY COMPANY

ARTICLE I
Name

The name of the Limited Liability Company is:

PHALANX AVIATION SERVICES LLC

ARTICLE II
Address

The mailing address and street address of the principal office of the Limited Liability Company is 4050 NW 29 Street, Miami, Florida 33142.

ARTICLE III
Duration

The period of duration for the Limited Liability Company shall be for ninety nine (99) years.

ARTICLE IV
Management

The Limited Liability Company is to be managed by one or more managers and is a manager managed company. The managers' names, addresses and management ownership proportions are as follows:

Enrique A. Ramos, 4050 NW 29 Street, Miami, Florida 33142

Radames Villalon, 4050 NW 29 Street, Miami, Florida 33142

Hector Gonzalez, 4050 NW 29 Street, Miami, Florida 33142

ARTICLE V
Admission of Additional Members

Members shall have the right to admit additional members according to the following terms and conditions: All members are required to vote on whether to admit any additional members. Members may conduct these matters telephonically, where a roll call will be taken for record keeping purposes. Each member's vote shall be weighted in proportion to the member's ownership percentage in accordance with Article IV.

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CLERK OF STATE
AD. HENRI STE. 10000A

APPROVED
AND
FILED

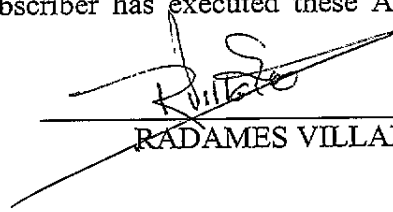
ARTICLE VI
Members Rights to Continue Business

Upon 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 limited liability company, the member or his estate must proffer his shares to the other member(s) with an asking price as determined by the operating agreement. The remaining members will then have the right to either (i) accept the asking price and purchase the outgoing members shares, or (ii) proffer their own shares to the outgoing member for the same price, prorated based on their ownership percentage(s) at the time of the occurrence.

ARTICLE VII
Registered Agent

The name and street address of the initial registered agent of the Corporation is:
Jorge H. Ramos, P.A.
2250 SW 3rd Avenue, 5th Floor
Miami, Florida 33129

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Organization this 6 February 2002.




RADAMES VILLALON

STATE OF FLORIDA)
) S.S.
COUNTY OF MIAMI-DADE)

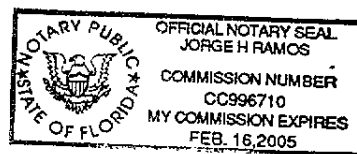
BEFORE ME, the undersigned authority, personally appeared Radames Villalon, to me personally known to be the person described in and who subscribed to the above Articles of Organization, and who did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned.

SWORN TO and SUBSCRIBED before me, in the County and State last aforesaid, on this 6 February 2002.



NOTARY PUBLIC,
State of Florida

My Commission Expires:



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NOTARY PUBLIC - STATE OF FLORIDA

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AND
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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

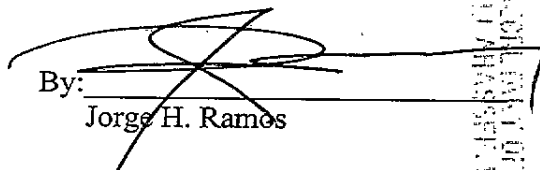
PHALANX AVIATION SERVICES LLC

2. The name and address of the registered agent and office is:

Jorge H. Ramos, P.A.
2250 SW 3rd Avenue, 5th Floor
Miami, Florida 33129

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 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.

Jorge H. Ramos, P.A.

By: 
Jorge H. Ramos

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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