

**LU200006215**

BROOKS C. MILLER  
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MIAMI, FLORIDA 33131

TELEPHONE: 305.372.0900  
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February 22, 2002

Registration Section  
Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Aerodyn Aviation Services LLC

900005001969--5  
-02/25/02--01100--018  
\*\*\*\*125.00 \*\*\*\*125.00

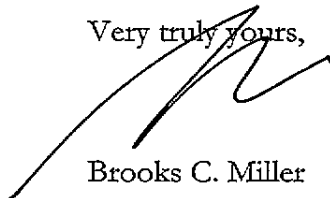
To Whom It May Concern:

Enclosed herewith for filing are the following documents pertaining to the above-referenced corporation:

1. Original Articles of Organization for Aerodyn Aviation Services LLC.
2. A copy of the Articles of Organization to be stamped and returned to the Secretary of State.
3. Check #0033359 in the amount of \$125.00 covering the filing fee for articles of organization.

Should you have any questions regarding this matter, please feel free to contact our office.

Very truly yours,



Brooks C. Miller

Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LU2-6215  
Q



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

March 5, 2002

BROOKS MILLER  
200 SOUTH BISCAYNE BLVD.  
1690 FIRST UNION FINANCIAL CENTER  
MIAMI, FL 33131

SUBJECT: AERODYN AVIATION SERVICES LLC  
Ref. Number: W02000006147

We have received your document for AERODYN AVIATION SERVICES LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

Section 608.407, Florida Statutes, requires the document(s) to be signed by member or by the authorized representative of a member.

The article of organization must be signed by a member or authorized representative not the organizer.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline  
Document Specialist

Letter Number: 202A00013165

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**Brooks C. Miller P.A.**

*Attorneys With a Global Perspective™*  
1690 First Union Financial Center  
200 South Biscayne Boulevard  
Miami, Florida 33131

Brooks C. Miller  
Email: [bmiller@brooksmiller.com](mailto:bmiller@brooksmiller.com)

Telephone: 305.372.0900  
Facsimile: 305.372.0660

March 13, 2002

VIA FED EX #3785346

Ms. Tammi Cline  
Document Specialist  
Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

Re: **AERODYN AVIATION SERVICES LLC**  
Ref No. W02000006147  
Letter No. 202A00013165

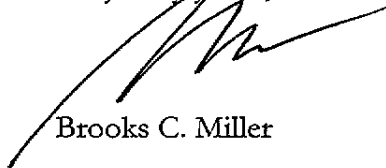
Dear Ms. Cline:

In accordance with your letter number 202A00013165 dated March 5, 2002 (copy enclosed), enclosed please find the original and a copy of the revised Articles of Organization of Aerodyn Aviation Services LLC in which we have now provided both the street and mailing address of the principal office of the corporation.

We ask that this be processed and cleared as soon as possible since the original submission was made nearly a month before your letter was sent and we assumed, incorrectly, that the filing had been accepted and advised our clients accordingly. Should you have any questions regarding this matter, please feel free to contact our office.

Thank you very much for your attention to this matter.

Very truly yours,



Brooks C. Miller

Enclosure

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Articles Of Organization of  
Aerodyn Aviation Services LLC**

Pursuant to the Florida Limited Liability Company Act the undersigned, acting as organizer of a limited liability company, hereby adopts the following Articles Of Organization for such Company:

**Article I  
Name**

The name of the limited liability company is Aerodyn Aviation Services LLC.

**Article II  
Company Existence**

The Company's existence shall be perpetual and shall be effective upon the filing of these Articles Of Organization with the Florida Department Of State.

**Article III  
Units Of Equity Ownership**

Section A. Authorized Units of Equity Ownership. Aerodyn Aviation Services LLC is authorized to issue units of equity ownership.

**Article IV  
Principal Office**

The mailing address and street address of the principal office of the Company is 12851 S.W. 71st Avenue, Pinecrest, Florida 33156.

**Article V  
Agent For Service Of Process**

Brooks C. Miller  
1690 First Union Financial Center  
200 South Biscayne Boulevard  
Miami, Florida 33131

**Article VI  
Organizer**

The name and address of the Organizer is:

Brooks C. Miller  
1690 First Union Financial Center  
200 South Biscayne Boulevard  
Miami, Florida 33131

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TALLAHASSEE, FLORIDA

## **Article VII**

### **Purpose And Power**

The Company shall be formed for any lawful purposes and shall have unlimited power to engage in and to do any lawful act concerning any and all lawful businesses for which companies may be organized under the Florida Limited Liability Company Act.

In addition to all lawful activities, the LLC shall perform ground handling services for aircraft. In connection with the above-mentioned purposes, the Company shall have the power to invest its funds in real property and securities, to acquire, own, and dispose of real and personal property, and to do all other acts incidental and necessary to the accomplishment of the foregoing purposes, to the extent permitted under the Florida Limited Liability Company Act.

## **Article VIII**

### **Indemnification**

The Company shall indemnify any Member-Manager who is or was a party or who is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including appeals, by reason of the fact that such Member-Manager is or was a Member, Officer or employee of the Company, or is or was serving at the request of the Company as a director, trustee, officer or employee of another limited liability company, corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including reasonable attorneys' fees), judgments, decrees, fines, penalties and amounts paid in settlement, which were actually and reasonably incurred by such Member-Manager in connection with such action, suit or proceeding. The Company shall not indemnify any Member-Manager in the event of (i) a breach of such Member-Manager's duty of loyalty to the Company or its Members, (ii) acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, (iii) a transaction from which such Member-Manager derived an improper personal benefit, (iv) acts or omissions for which indemnification is prohibited under the Florida Limited Liability Company Act.

The indemnification provided in this Article shall not be deemed exclusive of any other rights to which a person indemnified may be entitled under any agreement, vote of Members, or disinterested Officers or otherwise, both as to action in the official capacity of such person and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be an Officer or a Member and shall inure to the benefit of the heirs, executors, and administrators of such person.

## **Article IX**

### **Real Estate Documents**

All conveyances and mortgages of and leases relating to real property made by the Company shall be executed by any Officer of the Company, and all releases of mortgages, liens, judgments, or other claims that are required by law to be made of record may be executed by any Officer of the Company.

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STATE

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**Article X**  
**Amendment Of Articles Of Organization**

The Company reserves the right to amend, alter, change, or repeal any provisions contained in these Articles Of Organization in the manner now or hereafter prescribed by statute and all rights conferred upon Members herein are granted subject to this reservation.

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Signature of member or authorized representative of member.

Dated March 13, 2002.

  
\_\_\_\_\_  
Brooks C. Miller as Organizer

**Acceptance**

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Brooks C. Miller

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