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VOGEL LAW OFFICE
A PROFESSIONAL ASSOCIATION

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April 2, 2002

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VIA FEDERAL EXPRESS

Department of State
Division of Corporations
Registration Section
409 E. Gaines Street
Tallahassee, FL 32399

Re: Southwest Aviation, LLC

Dear Sir or Madam:

Enclosed for filing please find Articles of Organization of Southwest Aviation, LLC, and Certificate of Designation of Registered Agent/Registered Office. Also enclosed is our check in the amount of \$125.00 for filing fees.

Please forward a copy in the envelope provided. Thank you for your assistance.

Sincerely,



Cara L. Schirard

/cls
enclosures

FILED
2002 APR -3 AM 8:12
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
SOUTHWEST AVIATION, LLC**

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of the Limited Liability Company is: **Southwest Aviation, LLC.**

**ARTICLE II
ADDRESS**

The mailing address and the street address of the principal office of the Limited Liability Company is: 792 Broad Avenue South, Naples, Florida 34102.

**ARTICLE III
DURATION**

The period of duration of the Limited Liability Company shall be perpetual or until dissolved in a manner provided by law or as provided in the regulations adopted by the members.

**ARTICLE IV
MANAGEMENT**

The Limited Liability Company is to be managed by a the Members and the name and address of the initial Members are:

William M. Fleischhauer
792 Broad Avenue South
Naples, Florida 34102

Linda K. Fleischhauer
792 Broad Avenue South
Naples, Florida 34102

**ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS**

Upon approval by 51% of the Members, the company is authorized to issue additional Units in the company and to admit Additional Members to the Company.

ARTICLE VI
MEMBERS' RIGHTS TO CONTINUE BUSINESS

The remaining members of the Company shall have the right to continue the 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.

These Articles are executed this 2nd day of April, 2002 by an undersigned Member of the Company, pursuant to Florida Limited Liability Company Act, Florida Statute §608.401 et seq.

AUTHORIZED REPRESENTATIVE OF
THE MEMBERS:



James D. Vogel

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TALLAHASSEE, FLORIDA

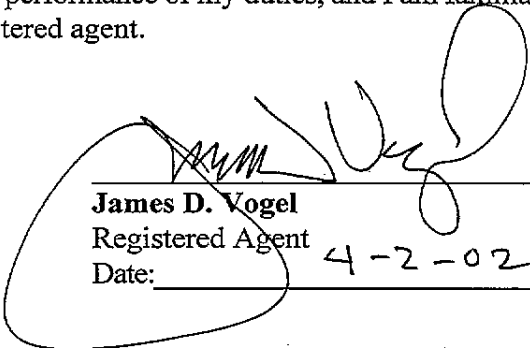
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 PR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA:

1. The name of the Limited Liability Company is: **Southwest Aviation, LLC**
2. The name and address of the registered agent and office is:

James D. Vogel
3936 Tamiami Trail North, Suite B
Naples, Florida 34103

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.



James D. Vogel
Registered Agent
Date: _____

4-2-02

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