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G.W.S. SIMPSON III, P.A.

431 Canal Street, New Smyrna Beach, Florida 32168 (386) 427-2360

April 4, 2002

Florida Division of Corporations  
409 E. Gaines St.  
Tallahassee, Florida 32399

RE: Filing of AAA Aircraft Leasing, LLC

Dear Sir or Madam:

Enclosed please find the Articles of Organization for the Limited Liability Company AAA Aircraft Leasing, LLC, along with check number 3025 in the amount of \$125.00 as the filing fee and an additional copy of the articles. Please file accordingly and provide a stamped copy to my office showing the filing date.

Also enclosed herewith for filing are the Articles of Organization for the Limited Liability Company Turbine Aircraft Power, LLC along with a copy of your letter dated March 26, 2002. Please file accordingly and provide a stamped copy to my office showing the filing date.

If you should require anything further please contact my office. If it is not possible to provide a date stamped copy, please file the articles anyway.

Sincerely,



G.W.S. Simpson III

GWSS\sf  
enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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JR

ARTICLES OF ORGANIZATION

**AAA AIRCRAFT LEASING, LLC**

A LIMITED LIABILITY COMPANY

(Pursuant to Chapter 608, Florida Statutes)

**Article I - Name**

The name of the Limited Liability Company is **AAA AIRCRAFT LEASING, LLC**.

**Article II - Address**

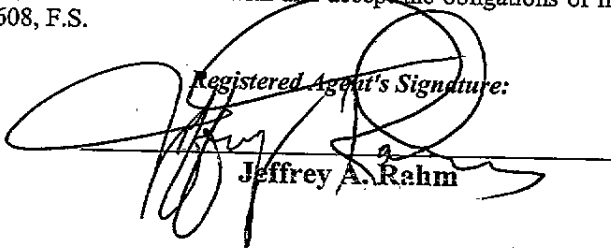
The mailing address and street address of the principal office of the Limited Liability Company is: **1501 Airway Circle, New Smyrna Beach, FL 32168**.

**Article III - Registered Agent, Registered Office, & Registered Agent's Signature:**

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

**Jeffrey A. Rahm, 1501 Airway Circle, New Smyrna Beach, FL 32168**

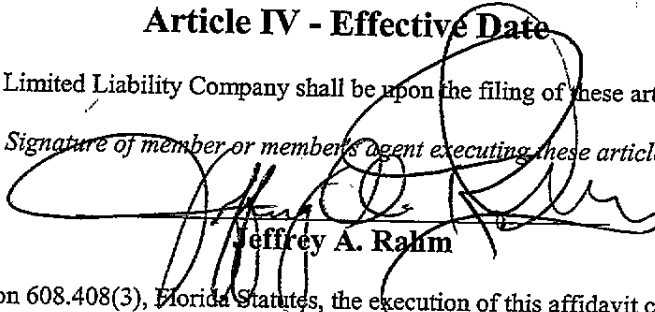
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisional of all 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.

*Registered Agent's Signature:*  
  
Jeffrey A. Rahm

**Article IV - Effective Date**

The effective date of this Limited Liability Company shall be upon the filing of these articles.

*Signature of member or member's agent executing these articles:*

  
Jeffrey A. Rahm

(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 and correct.)

02 APR -9 AM 11:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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