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Law Office of

DAVID LEE CARLSON, P.A.

8180 N.W. 36TH ST.
SUITE 100
MIAMI, FL, 33166

David Lee Carlson, Esq.
E-mail Noleson@aol.com

Telephone: (305) 592-0733
Facsimile: (305) 592-9699

July 17, 2002

SECRETARY OF STATE
CORPORATE RECORDS BUREAU
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
PO BOX 6327
TALLAHASSEE, FLORIDA 32301

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-07/18/02--01062--004
****130.00 ****130.00

RE: F & E Heavy Maintenance, L.L.C.

Dear Sir:

Enclosed is an original and one copy of Articles of Organization for the above proposed new Florida Limited Liability corporation, together with check in the sum of \$130.00 for the following:

Filing fee \$ 125.00
Certificate of Status 5.00

T O T A L \$ 130.00

Please return the Certificate of Status in the enclosed Fed-X pak. Thank you for your attention to this matter.

Very truly yours,

DAVID LEE CARLSON
DLC/dlc

Name	Enclosures
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Adm. Agent	DCC
M.P. Verifier	DCC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION
OF
F & E HEAVY MAINTENANCE, L.L.C.

TO: THE HONORABLE SECRETARY OF THE STATE OF FLORIDA:

The undersigned do hereby make, subscribe, acknowledge and file the following articles for the purpose of becoming a Limited Liability corporation under the laws of the State of Florida.

ARTICLE I.

The name, principal office street address and mailing address of the limited liability corporation shall be:

F & E HEAVY MAINTENANCE, L.L.C.
5399 N.W.36th St., # 200
Hialeah, Fl., 33166

ARTICLE II.

The general nature of the business to be transacted by the limited liability corporation shall be as follows:

To conduct the business of heavy aircraft mainenance and perform all acts as may be necessary to accomplish the forego purpose of the corporation.

To carry on such business at one or more locations in the State or other states and foreign countries; to enter into, make, perform and carry out contracts of every kind and for any lawful purpose with any person, firm association or corporation.

To issue bonds, debentures or obligations of the company from time to time for any of the objects and purposes of the company, and to secure the same by mortgage, pledge, deed of trust or otherwise.

To buy, sell issue, lease, manufacture and generally trade in all kinds of goods, wares and merchandise at wholesale and retail; to purchase and acquire, sell, lease, deal and trade in real property of every class and description whether as principal on its own account or as agent, factor or broker for others.

To purchase or otherwise deal in all kinds of property of whatsoever nature, whether real, personal or mixed, or any interest or rights therein without limits as to amounts; to buy, sell, assign, convey and cancel liens upon personal property and real estate of every kind and nature whatsoever; to act as broker or agent for the purchase, sale, leasing and management of real estate and the negotiating of loans; to draw, accept, endorse, discount and deliver bills of exchange, promissory notes, bonds, debentures and other negotiable instruments of whatsoever nature, and to secure the same by mortgage on its property or otherwise.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

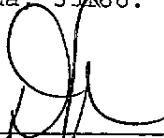
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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE OF
F & E Heavy Maintenance, L.L.C.

Pursuant to the provisions of section 608.415 or 608.507,
Florida Statutes, the undersigned, David Lee Carlson, does hereby
certify that he is the Registered Agent for F & E Heavy Maintenance,
L.L.C., a Florida Limited Liability Corporation, and he hereby agrees
to accept said appointment and act as the registered agent, with his
registered office at:


8180 N.W. 36th St.
Suite 100
Hialeah, Florida 33166.



David Lee Carlson
Registered Agent

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 7
day of July, 2002 by David Carlson
who is personally known to me or who produced
as identification and who did (did not) take an oath



Notary Public, State Of Florida

My Commission Expires:

 S Sattaur
My Commission DD063695
Expires January 10, 2006

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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