CAPITAL CONNECTION, INC. 417 E. Virginia S (850) 224-8870 lando 0000008019850--09/25/02--01064--005 ****598.75 ****130.00 _Art of Inc. File LTD Partnership File_ Foreign Corp. File_ L.C. File Fictitious Name File Trade/Service Mark_ Merger File Art. of Amend. File_ RA Resignation_ Dissolution / Withdrawal Annual Report / Reinstatement____ Cert. Copy__ Photo Copy_ Certificate of Good Standing Certificate of Status Certificate of Fictitious Name___ Corp Record Search___ Officer Search Fictitious Search Fictitious Owner Search____ Signature Vehicle Search Driving Record Requested by: UCC 1 or 3 File UCC 11 Search_

Name

Walk-In

174 Ponder's Printing • Thomasville, GA 8/00

Date

Will Pick Up

Time

UCC 11 Retrieval

Courier_

FILED

ARTICLES OF ORGANIZATION OF

AIR ORLANDO HELICOPTER FLIGHT TRAINING AND RENTAL, LLC

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, *Florida Statutes*, does hereby certify as follows:

ARTICLE I NAME

The name of the limited liability company is AIR ORLANDO HELICOPTER F TRAINING AND RENTAL, LLC (the "Company").

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Company is 319 North Crystal Lake Drive, Orlando FL 32803.

ARTICLE III INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 655 West Morse Boulevard, Suite 212, Winter Park, Florida 32789, and the name of the initial registered agent of the Company at that address is Scott D. Clark.

IN WITNESS WHEREOF, I have hereunto subscribed my name as of the <u>24</u> day of September, 2002.

Scott D. Clark,

Authorized Representative of Member

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, *Florida Statutes*, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the State of Florida.

- 1. The name of the limited liability company is: AIR ORLANDO HELICOPTER FLIGHT TRAINING AND RENTAL, LLC
 - 2. The name and the Florida street address of the registered agent and office and

Scott D. Clark c/o Scott D. Clark, P.A. 655 West Morse Boulevard, Suite 212 Winter Park, Florida 32789

> AIR ORLANDO HELICOPTER FLIGHT TRAINING AND RENTAL, LLC

By:

Scott D. Clark,

Authorized Representative of Member

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.

Scott D. Clark

Date: September 24, 2002