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CUSTOMER NO: 80745A

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CUSTOMER: Scott Simpson, Esq  
Korey, Sweet, Mckinnon Simpson  
& Vukelja  
Suite A  
595 West Granada Boulevard  
Ormond Beach, FL 32174

DOMESTIC FILING

NAME: TP AVIATION, LLC

EFFECTIVE DATE:

       ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Heather Powell - EXT. 1155

EXAMINER'S INITIALS: \_\_\_\_\_

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J. BRYAN SEP 27 2002

## **TP AVIATION, LLC**

THE PARTIES to this Agreement, TIMOTHY WILLIAM PHILLIPS AND WILLIAM TODD PHILLIPS, hereinafter referred to as "Members", in consideration of mutual covenants contained herein, agree to form, and do hereby form, a Limited Liability Company pursuant to the Limited Liability Company Act of the State of Florida, on the terms and conditions hereinafter set forth.

### **ARTICLE I PURPOSE**

The Limited Liability Company is created and conducted for the purpose of engaging in the business of acquiring and maintaining an aircraft and such other businesses and purposes as may be agreed upon by the Members.

### **ARTICLE II NAME**

The name of the Limited Liability Company shall be TP AVIATION, LLC.

### **ARTICLE III ADDRESS**

The mailing address and address of the principal place of business shall be:

3701 Olson Drive  
Daytona Beach, FL 32124

### **ARTICLE IV LIMITED LIABILITY PROPERTY**

- A. Limited Liability Company Property. All property originally paid or brought into, or transferred to, the Limited Liability Company as contribution to capital by the Members, or subsequently acquired by purchase or otherwise, on account of the Limited Liability Company, shall be Limited Liability Company property.
- B. Property to be in Limited Liability Company Name. The title to all Limited Liability Company property shall be held in the name of the Limited Liability Company.

### **ARTICLE V MANAGEMENT**

All Member shall be active Members and shall have equal rights to participate in the management and conduct of the Limited Liability Company. Each Member shall devote such time and attention to the Limited Liability Company business as is necessary to promote the

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interest of the Limited Liability Company and shall use his utmost endeavors to promote the interest of the Limited Liability Company.

#### **ARTICLE VI INDEMNIFICATION**

The Limited Liability Company will indemnify each Member in respect to payments made and personal liabilities reasonably incurred by each Member in the ordinary and proper conduct of the Limited Liability Company business, or for the preservation of the business or property of the Limited Liability Company.

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#### **ARTICLE VII MEMBERS**

The Members of the Limited Liability Company and their respective ownership interest are as follows:

|                          |     |
|--------------------------|-----|
| TIMOTHY WILLIAM PHILLIPS | 50% |
| WILLIAM TODD PHILLIPS    | 50% |

#### **ARTICLE VIII NET PROFITS AND LOSSES**

The net profits and losses of the Limited Liability Company shall be shared and borne by the Members in the same proportions as set forth in Article VII. The terms "net profits" and "net losses" shall mean the net profits and losses of the Limited Liability Company as determined for Federal Income Tax purposes.

#### **ARTICLE IX REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE**

The name and the Florida street address of the registered agent is

Scott E. Simpson  
595 West Granada Blvd., Suite A  
Ormond Beach, FL 32174

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in teth 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 property and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent as provided for in

Chapter 608, F.S.

  
Registered Agent's Signature

WHEREFORE, the Members hereby create a limited liability company pursuant to the above terms and conditions and pursuant to State law.

Date: 9/26/02

  
Timothy William Phillips

Date: 9-26-02

  
William Todd Phillips

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

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