

Division of Corporations

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From:

Account Name : O'HAIRE, QUINN, CANDLER, CHARTERED
Account Number : 073077002560
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B/K

LIMITED LIABILITY COMPANY**Fischer Industries-Air, LLC**

Certificate of Status	1
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DIVISION OF CORPORATION

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ARTICLES OF ORGANIZATION
OF
FISCHER INDUSTRIES-AIR, LLC

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The undersigned hereby certify that we have associated ourselves for the purpose of becoming a limited liability company under Chapter 608, Florida Statutes, providing for the formation, rights, privileges and immunities of limited liability companies for profit. We further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I

NAME

The name of this limited liability company shall be Fischer Industries-Air, LLC

ARTICLE II

DURATION

This limited liability company shall be of perpetual duration.

ARTICLE III

PURPOSES AND POWERS

The general purpose for which this company is organized is for the purchase and lease of airplanes, and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

Gregg M. Casalino, Esq.
Florida Bar No. 0056250
3111 Cardinal Drive
Vero Beach, Florida 32963

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ARTICLE IV
CAPITAL CONTRIBUTIONS

The initial contribution by the members shall be as follows:

Henry Fischer & Sons, Inc.

\$100.00

Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members.

ARTICLE V
MAILING ADDRESS AND PRINCIPAL PLACE OF BUSINESS

The mailing address and principal office where this limited liability company shall be located is Post Office Box 780068, Sebastian, Florida 32978-0068.

ARTICLE VI
MANAGEMENT

The initial manager of this limited liability company is Henry Fischer. No debt shall be contracted nor liability incurred by or on behalf of this professional limited liability company except by the consent and agreement of all of the company members.

ARTICLE VII
MEMBERS

The names and addresses of the limited liability members are as follows:

Henry Fischer & Sons, Inc.

P. O. Box 780068
Sebastian, Florida 32978-0068

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ARTICLE VIII**INITIAL REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 10729 U.S. Highway 1, Sebastian, County of Indian River, State of Florida 32958, and the name of its initial registered agent at such address is Henry Fischer.

ARTICLE IX**RESTRICTIONS ON MEMBERSHIP**

No additional members may be admitted to the Company without the unanimous written consent of all of the members of the Company and upon those terms and conditions as shall be determined by all of the members. A member may transfer that member's interest in the Company as provided in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or to become a member, unless all of the other members of the Company approve the proposed transfer by unanimous written consent.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization.

Dated: 12/9/2002

HENRY FISCHER & SONS, INC.

By: [Signature]
Henry Fischer, General Partner

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me this 9 day of December, 2002, by Henry Fischer, as General Partner of HENRY FISCHER & SONS, INC., who is personally known to me or who has produced _____ as identification.



Doris J. Grant
MY COMMISSION # DD101489 EXPIRES
May 1, 2006
BONDED THROUGH FAIN INSURANCE, INC.

Doris J. Grant
Notary Public, State of Florida
at Large.
Printed name:
Commission No.:
Commission expires:

12/10/02 TUE 09:26 FAX 772 231 9729


O'HAIRE, QUINN, CANDLER

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of Fischer Industries-Air, LLC, as the registered agent of this limited liability company, hereby consents to his appointment as registered agent of the Company.


HENRY FISCHER, Registered Agent
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