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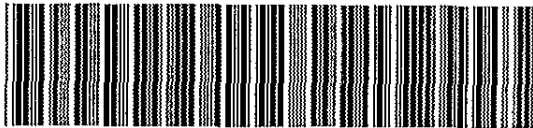
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03/10/03--01029--006 **155.00

EFFECTIVE DATE
3/7/03

FILED
03 MAR 10 PM 2:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SACHER, MARTINI & SACHER, P.A.

ATTORNEYS AT LAW

2655 LeJeune Road, Suite 1101, Coral Gables, Florida 33134

Charles P. Sacher, P.A.
Gregory T. Martini
Charles S. Sacher

Telephone: 305/448-3900
Facsimile: 305/446-9206
OF COUNSEL
Martin E. Segal, P.A.

March 7, 2003

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
3/7/03

Re: F86, L.L.C.
Our File No. 4485-1

Dear Sir/Madam:

On behalf of the above-referenced limited liability company, I enclose herewith one (1) original and one (1) copy of the fully executed and notarized Articles of Organization, together with our firm check in the amount of \$155.00.

Please cause the original copy of the Articles of Organization to be filed among the corporate records of the State of Florida. Please return a certified copy to the undersigned.

The check enclosed herein is in payment of the following fees or charges:

Filing Fee	\$100.00
Certified Copy Fee	30.00
Registered Agent Fee	<u>25.00</u>
TOTAL	\$155.00

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TALLAHASSEE, FLORIDA

Please note that in accordance with §608.409 Florida Statutes, and Paragraph EIGHTH of the Articles of Organization, the limited liability company's existence will commence March 7, 2003, so long as these Articles are filed with the Secretary of State within five (5) business days of this date.

Thank you for your attention to this matter.

Sincerely,



Charles P. Sacher

CPS/wh

Enclosures

cc: Mrs. Betty Amos Righetti

Z:\WP\4485-1\secretary of state letter sending articles of organization for f86, llc.wpd

**ARTICLES OF ORGANIZATION OF
F86, LLC**

EFFECTIVE DATE
3/7/03

The undersigned, desiring to form a Limited Liability Company under and pursuant to §608.405, Florida Statutes, does hereby certify as follows:

FIRST: The name of said limited liability company shall be F86, LLC

SECOND: F86, LLC shall exist in perpetuity.

THIRD: Copies of the Operating Agreement of F86, LLC may be obtained from the Manager at P.O. Box 330927, Third Floor, 3444-48 Main Highway, Coconut Grove, FL 33233-0927 which is the place in the State of Florida where the principal office of the limited liability company is located. The mailing address of F86, LLC shall be P.O. Box 330927, Third Floor, 3444-48 Main Highway, Coconut Grove, FL 33233-0927.

FOURTH: The purposes for which F86, LLC is formed are:

- A. Engaging in any and all phases of the business of owning an F86 war plane.
- B. To engage in such other lawful acts or activities for which limited liability companies may be formed under Section 608.405, Florida Statutes.

FIFTH: The maximum number of ownership units which F86, LLC is authorized to have outstanding is one thousand (1000), all of which shall be identical units, and each of which shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one (1) is the numerator and the total units outstanding is the denominator.

SIXTH: That, F86, LLC desiring to organize under the laws of the State of Florida as a limited liability company has designated its initial registered office at 2655 LeJeune Road, Suite 1101, Miami-Dade County, Coral Gables, Florida, 33134 and has named Charles P. Sacher as its initial Registered Agent who is located at such address.

SEVENTH: The name and street address of the Subscribing Member to these Articles of Organization of F86, LLC is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Charles P. Sacher	2655 LeJeune Road, Suite 1101 Coral Gables, FL 33134

EIGHTH: The business of this limited liability company shall be conducted by a Manager who shall be elected by the Members, who shall be elected in accordance with the Operating Agreement.

The name and street address of the initial Manager, who shall hold office for the first year of its existence or until her successor is elected and qualified is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Betty Amos Righetti	P.O. Box 330927, Third Floor 3444-48 Main Highway Coconut Grove, FL 33233-0927.

In accordance with the provisions of §608.409, the effective date of existence is specified to be March 7, 2003, so long as these Articles of Organization are filed with the Secretary of State within five (5) business days of this date.

WITNESS my hand and seal this 7 day of March, 2003.

Charles P. Sacher

 Charles P. Sacher

(SEAL)
 MAR 10 PM 2:03
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 FILED

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE) SS:

BEFORE ME, the undersigned authority, personally appeared Charles P. Sacher to me well known to be the person described in and who executed and subscribed to the foregoing Articles of Organization, and he acknowledged before me that he executed and subscribed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Coral Gables, in said County and State, this 7 day of March, 2003.

Gerri H. Rawlins

 Notary Public, State of Florida at Large


My commission expires:



Gerri H. Rawlins
Commission #DD164094
Expires: Nov 11, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept Service of Process for F86, LLC, at a place designated in Section SIXTH of the attached Articles of Organization, I hereby acknowledge that I am familiar with and accept the obligations of that position.

 (SEAL)
Charles P. Sacher, Registered Agent

Z:\WP\4485-1\articles of organization for f86 LLC.wpd

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TALLAHASSEE, FLORIDA