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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Evan Smith
25 Second Street North, Suite 440
St. Petersburg, FL 33701-3362
Telephone: (727) 823-1614 Fax: (727) 823-1917
Email: Evansmith@cs.com

April 10, 2003

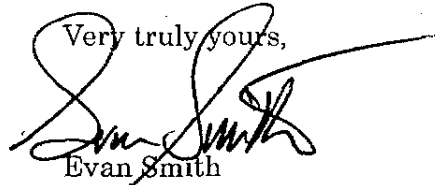
Florida Department of State
Registration Section
Division of corporations
409 E. Gaines Street
Tallahassee, FL 32399

Ladies and Gentlemen:

Enclosed are the Articles of Organization for AerGlobe MD80 LLC, together with a check in the amount of \$130.

Please send to me a Certificate of Status for this limited liability company at the address set forth above.

Very truly yours,



Evan Smith

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 APR 11 AM 9:30

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is: AerGlobe MD80 LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 25 Second Street North, Suite 440, St. Petersburg, FL 33701

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Evan Smith

25 Second Street North, Suite 440

St. Petersburg, FL 33701

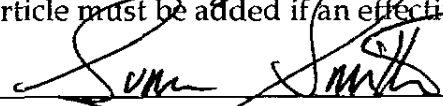
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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 as provided for in Chapter 608, F.S.

03 APR 1998 9:30
FL
SECRET
TALLAHASSEE
FLORIDA



Registered Agent's Signature

(An additional article must be added if an effective date is requested)



Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Evan Smith

Typed or printed name of signee

Filing Fees:

\$100.00 Filing Fee for Articles of Organization
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (Optional)
\$ 5.00 Certificate of Status (Optional)