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ORIDA DEPARTMEN

FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

April 25, 2003

DON E. LESTER 1061 COLLIER CENTER WAY STE. 5 NAPLES, FL 34110

SUBJECT: WATERFORD AVIATION, LLC

Ref. Number: W03000011853

We have received your document for WATERFORD AVIATION, LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

THE HEADING OF YOUR ARTICLES SHOULD READ ARTICLES OF ORGANIZATION.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6097.

Marsha Thomas Document Specialist

Letter Number: 303A00025187



CENTURY HOLDINGS, LTD.

April 16, 2003

Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, FL 32399

Re: Wa

Waterford Aviation, LLC

Dear Madam or Sir:

Enclosed please find the Articles of Incorporation to be filed for Waterford Aviation, LLC.

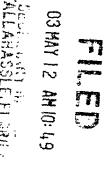
Also enclosed is a check in the amount of \$130.00 to Florida Department of State for the filing fee, Registered Agent fee and a Certificate of Status.

Should there be any questions regarding this filling, please contact me at the address indicated below, or telephone number 239-593-1000, extension 215

Yours very truly,

Don E. Lester President

DEL/sy Encl.





ARTICLES OF ORGANIZATION

of WATERFORD AVIATION, LLC

The undersigned, desiring to form a limited liability company (the "Company") under Chapter 608 of the Florida Statutes (the "Act") does hereby state the following:

Article I.

Name

The name of the Company shall be Waterford Aviation, LLC

Article II.

Purpose

The Company is formed for any purpose or purposes for which a limited liability Company may be formed pursuant to the Act.

Article III.

Principal Place of Business

The initial mailing address and street address of the principal office of the Company is 1061 Collier Center Way, Suite 5, Naples, Florida 34110.

Article IV.

Registered Office and Registered Agent

The name of the initial registered agent of the Company is Don E. Lester, and the street address of the initial registered agent is 1061 Collier Center Way, Suite 5, Naples, Florida 34110.

Article V.

Initial Officers/Directors

The name and address of the initial director is:

Peter Moran, President 1061 Collier Center Way, Ste. 5 Naples, Florida 34110

Article VI.

Effective Date

The Company's effective date of existence shall be the date of filing of these.

Articles of Organization.

Article VII.

Duration

The Company's duration shall be perpetual.

Article VIII.

Initial Matters

The Company will be managed by a manager or managers and is, therefore a manager-managed company.

IN WITNESS WHEREOF, the undersigned being a member of the Company hereinbefore named, for the purpose of forming a limited liability company under the Act has executed these Articles of Organization as of the 16th day of April, 2003.

Century Holdings of Collier County, Ltd., a Florida limited partnership, its Managing Member

By: Waterford Management, Inc. a Florida corporation, its corporate

General partner

Don E. Lester, its President

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I, Don E. Lester, having been designed to act as registered agent and to accept service of process for the above stated limited liability company at the place designated in the Articles of Organization, 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.

Don E. Lester Registered Agent

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