

# L03000020124

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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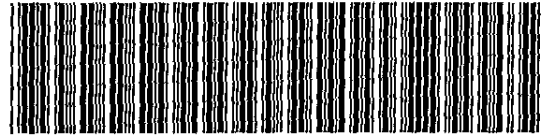
(Business Entity Name)

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*Law Offices of*  
*Caruso & Swerbilow, P.A.*

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BOARD CERTIFIED CIVIL TRIAL LAWYER  
SENIOR PARTNER

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May 30, 2003

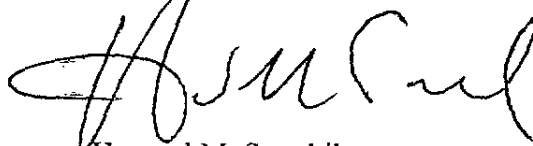
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Airborne Partners L.L.C.

Dear Sir:

Enclosed please find check for \$130, representing filing fee and cost for a certificate, as well as articles of organization for the above referenced LLC. Please return the certificate to the undersigned. Thank-you for your attention to this request.

Respectfully,

  
Howard M. Swerbilow

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF ORGANIZATION

OF

### AIRBORNE PARTNERS L.L.C.

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

#### ARTICLE I

##### NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be AIRBORNE PARTNERS L.L.C., and its principal office shall be located at the Merritt Island Airport, Airport Rd, Merritt Island, County of Brevard, State of Florida, 32952 but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

#### ARTICLE II

##### PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred

by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or any domestic or foreign state, government, governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these

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Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### ARTICLE III

#### EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a majority vote of the members of the limited liability company.

### ARTICLE IV

#### MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

John L. Murphy  
P.O. Box 541148  
Merritt Island, FL 32954

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TALLAHASSEE, FLORIDA

## ARTICLE V

### MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by majority consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with majority written consent of all members. Any member that proposes to sell or transfer his interest in the limited liability company must first present the bona fide offer to Airborne Partners LLC for right of first refusal. Airborne Partners LLC shall have thirty days from receipt of the offer documents to exercise its right to purchase the member's interest upon the same terms and conditions and may designate a substitute purchaser.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on majority consent of the remaining balance.

## ARTICLE VI

### CAPITAL CONTRIBUTIONS

A capital contribution in the amount of \$1.00 cash shall be paid to the limited liability company by the initial member. Additional contributions will be made as required for investment purposes, as determined by majority consent of the members. Members will make contributions in equal shares.

## ARTICLE VII

#### DURATION

This limited liability company shall exist in perpetuity, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

#### ARTICLE VIII

##### LIENS

The limited liability company has a lien on each member's share or interest to secure the payment of assessments. The lien shall relate back to the member's initial acquisition of his interest. The limited liability company may bring an action to foreclose a lien for assessments and may sell a member's interest in the manner provided for in the operating agreement.

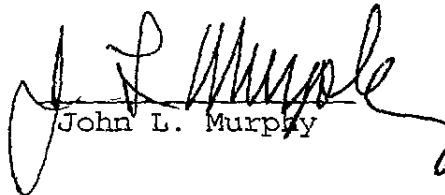
#### ARTICLE IX

##### INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 190 Fortenberry Rd #107 City of Merritt Island, County of Brevard, State of Florida 32952, and the name of the company's initial registered agent at that address is Howard M. Swerbilow.

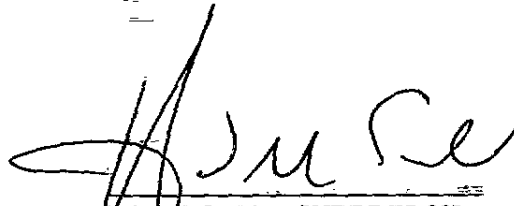
The undersigned, being the original member of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of AIRBORNE PARTNERS L.L.C.

Executed by the undersigned at Merritt Island, FL on this 30 day of MAY, 2003.

  
John L. Murphy

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TALLAHASSEE, FLORIDA

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.

  
HOWARD M. SWERBIŁOW

DATE

5/30/03

STATE  
TALLAHASSEE, FLORIDA

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