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LIMITED LIABILITY COMPANY

TOP FLIGHT DEVELOPMENT, LLC

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ARTICLES OF ORGANIZATION
OF
TOP FLIGHT DEVELOPMENT, LLC

The undersigned, as a Manager of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

ARTICLE I
Name

The name of this Company shall be TOP FLIGHT DEVELOPMENT, LLC.

ARTICLE II
Place of Business

The principal place of business of this Company shall be 1925 Edgewater Drive, Clearwater, Florida 33755, and such other place or places as may be designated by the Members from time to time. The mailing address of this Company shall be 1925 Edgewater Drive, Clearwater, Florida 33755.

ARTICLE III
Registered Agent and Office

The initial registered agent for this Company shall be DANIEL DENNEHY, and the address of the registered agent for service of process shall be 1925 Edgewater Drive, Clearwater, Florida 33755.

This instrument was prepared by:
Peter A. Rivellini, Esquire
Johnson, Pope, Bokor,
Ruppel & Burns, P.A.
911 Chestnut Street
Clearwater, Florida 33756
Florida Bar No. 0067156

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ARTICLE IV
Management of Business

The Company shall be Manager-Managed.

The undersigned have executed these Articles of Organization this 2nd day of July, 2003.


DANIEL DENNEHY, Manager

CERTIFICATE OF DESIGNATION
AND ACCEPTANCE REGISTERED AGENT

The undersigned, having been named Registered Agent and designated to accept service of process for TOP FLIGHT DEVELOPMENT, LLC, at 1925 Edgewater Drive, Clearwater, Florida 33755, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.


DANIEL DENNEHY

Dated: July 2, 2003.

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