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From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

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LIMITED LIABILITY COMPANY

Captiva Aviation L.L.C.

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ARTICLES OF ORGANIZATION

Article I. Name

The name of this Florida limited liability company is:
Captiva Aviation, L.L.C.

Article II. Address

The Company's street and mailing address is:
Captiva Aviation, L.L.C.
848 Brickell Avenue
Suite 900
Miami FL 33131

EFFECTIVE DATE

8-7-03

Article III. Registered Agent

The name and street address of the Company's registered agent is:

Robert G. Korn
848 Brickell Avenue
Suite 900
Miami FL 33131

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AND
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TALLAHASSEE, FLORIDA

Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Bill Hoffman, Esq. | FL Bar Member 978795
Law Offices of Hoffman & Hoffman, P.A.
848 Brickell Avenue, Suite 900
Miami FL 33131
305-372-2877

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Article V. Management

This will be a manager-managed company. The name and address of each manager is:

ROBERT G. KORN
848 Brickell Avenue Suite 900 Miami FL 33131

Article VI. Company Existence

The Company's existence shall begin effective as of August 7, 2003.

The undersigned authorized representative of a member executed these Articles of Organization on August 8, 2003.



BILL HOFFMAN, ESQ.
by V. Cine as attorney-in-fact

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STATE OF FLORIDA
CLERK OF THE COURT
JULY 11, 2003

Bill Hoffman, Esq. | FL Bar Member 978795
Law Offices of Hoffman & Hoffman, P.A.
848 Brickell Avenue, Suite 900
Miami FL 33131
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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Captiva Aviation, L.L.C.

REGISTERED AGENT/OFFICE:

Robert G. Korn
848 Brickell Avenue
Suite 900
Miami FL 33131

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



ROBERT G. KORN
by V. Cine as attorney-in-fact

Date: August 8, 2003

Bill Hoffman, Esq. | FL Bar Member 978795
Law Offices of Hoffman & Hoffman, P.A.
848 Brickell Avenue, Suite 900
Miami FL 33131
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