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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 255935 10794A

AUTHORIZATION :

*Patricia Pizeto*

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ORDER DATE : September 25, 2003

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ORDER NO. : 255935-005

CUSTOMER NO: 10794A

CUSTOMER: Harold J. Turk, Esq  
Law Offices Of Harold J. Turk

12th Floor, C/o Avatar  
Properties, Inc. 201 Alhambra  
Miami, FL 33134

DOMESTIC FILING

NAME: FLIGHTLINE AVIATION APPAREL,  
LLC

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Kimberly Moret - EXT. 1149

EXAMINER'S INITIALS: \_\_\_\_\_

# ARTICLES OF ORGANIZATION OF FLIGHTLINE AVIATION APPAREL, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes acknowledges, and files the following Articles of Organization.

## ARTICLE I - NAME

The name of the limited company shall be Flightline Aviation Apparel, LLC. ("Company").

## ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company shall be c/o Daniel Feinstein, 13790 NW 4th Street, Suite 106, Sunrise, Florida 33325.

## ARTICLE III - DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these articles of organization.

## ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Daniel Feinstein, 13790 NW 4th Street, Suite 106, Sunrise, Florida 33325.

## ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash, property or services as the Company shall require.

## ARTICLE VI - MANAGEMENT

The Company shall be managed by a manager, or managers in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the

regulation and management of the affairs of the Company not inconsistent with law or these articles of organization.

#### ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

#### ARTICLE VIII - TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

#### ARTICLE IX - MANAGEMENT

The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The name and address of the initial manager of the Company is Daniel Feinstein, 13790 NW 4th Street, Suite 106, Sunrise, Florida 33325.

OR

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The names and address of the members of the Company are:

Daniel Feinstein, 13790 NW 4th Street, Suite 106, Sunrise, Florida 33325.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles or organization at Broward County, Florida on this \_\_\_\_\_ day of September, 2003.

  
Daniel Feinstein

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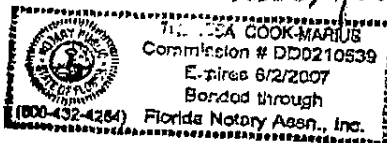
STATE OF FLORIDA)  
COUNTY OF BROWARD)

SWORN to (or affirmed) and subscribed before me this 2nd day of September, 2003, by Daniel Feinstein who is personally known to me, or who produced valid ID as identification.

  
Notary Public - State of Florida

My Commission Expires:

(SEAL)



**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the articles of organization of Flightline Aviation Apparel, LLC., as the registered agent of this limited liability Company, hereby consents to accept service of process for the above stated Company at the place designated in the articles of organization, and accepts the appointment as registered agent, and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.

  
Daniel Feinstein

Print Name: Daniel Feinstein