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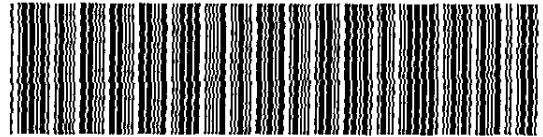
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Bear Lake Aviation, LLC

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____ Fictitious Name File _____
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ARTICLES OF ORGANIZATION OF BEAR LAKE AVIATION, L.L.C.

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I - Name:

The name of the limited liability company is Bear Lake Aviation, L.L.C. (the "Limited Liability Company").

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is 4460 Legendary Drive, Suite 100, Destin, Florida 32541. The registered office of the Limited Liability Company is 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547.

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall commence on the date set forth below (i.e., the date of subscription and acknowledgment of these Articles of Organization) and shall be perpetual unless the Limited Liability Company is terminated as provided in its regulations; provided, however, that the remaining members may continue the existence of the Limited Liability Company as provided in Article VI below and as further provided in its regulations.

ARTICLE IV - Management:

The Limited Liability Company is to be managed under the direction of a Board of Managers (a/k/a and also referred to from time to time as a Board of Directors) consisting of at least one party. The Board of Managers shall be selected by the members of the Company in the manner set forth in its regulations. The members of the Company may increase the number of members of the Board of Managers of the Company as set forth in its regulations. The initial party acting as the sole member of the Board of Managers of the Company and such person's address is Stephen C. Riggs, 4460 Legendary Drive, Suite 100, Destin, Florida 32541.

ARTICLE V - Admission of Additional Members:

New members of the Limited Liability Company shall be admitted only upon the consent of all the members or otherwise pursuant to the terms and provisions of its regulations.

ARTICLE VI - Members' Rights to Continue Business

The remaining members of the Limited Liability Company shall have the right, by unanimous consent, pursuant to the terms and provisions of its regulations, to continue the business of the Limited Liability Company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which otherwise terminates the continued membership of a member in the Limited Liability Company.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 23rd day of October, 2003.



William Scott Foster -
An authorized representative of a member
executing the Articles of Organization

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

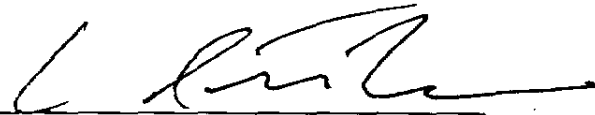
CERTIFICATE DESIGNATING REGISTERED OFFICE OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

Bear Lake Aviation, L.L.C. (the "Company"), desiring to organize as a limited liability company under the laws of the State of Florida, with its registered office, as indicated in its Articles of Organization, at 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547, has named WILLIAM SCOTT FOSTER, located at 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547, as its agent to accept service of process within this State.

ACKNOWLEDGMENT.

Having been named as registered agent and to accept service of process for the above stated 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.



WILLIAM SCOTT FOSTER

DATED: 23rd day of October, 2003

THIS INSTRUMENT PREPARED BY
ANCHORS, FOSTER, MCINNIS & KEEFE, P.A.
909 Mar Walt Drive, Suite 1014
Fort Walton Beach, FL 32547
Telephone: 850/863-4064