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TALLAHASSEE, FLORIDA

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LAW OFFICES
OZARK, PERRON & NELSON, P.A.

2808 Manatee Avenue West
Bradenton, Florida 34205

DAMIAN M. OZARK †
ANDRE R. PERRON **
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- Also Admitted in MS and CO
- ** Also Admitted in NH
- Board Certified in Business Litigation

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October 28, 2003

Department of State
Division of Corporations / Corporate Filings
409 E. Gaines Street
Tallahassee, FL 32399

RE: ORGANIZATION FORMATION
313 AEROSPACE, LLC

Dear Intake Specialist:

Under this cover, please find a check in the amount of \$125.00 for the formation of the above-referenced organization as follows:

Filing Fee	(Required) \$100.00
Registered Agent Fee	(Required) \$ 25.00

Also enclosed please find as follows:

1. One (1) Original Articles of Organization; and
2. One (1) Photocopy of Articles of Organization (for time stamping of same).

Upon review and formation of the above limited liability companies, please return the stamped photocopy back to the undersigned.

If you have any questions in reference to the above, please do not hesitate to contact this office. If you have any questions, please do not hesitate to contact the undersigned.

Regards,
OZARK, PERRON & NELSON, P.A.


Damian M. Ozark

Enclosures

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ARTICLES OF ORGANIZATION

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization:

Article 1. Name. The name of the Limited Liability Company is **313 AEROSPACE, LLC.**

Article 2. Principal Office or Mailing Address. The principal office and mailing address of the Limited Liability Company is:

5305 Bimini Drive
Bradenton, Florida 34210

Article 3. Duration. The Limited Liability Company shall terminate on November 1, 2050.

Article 4. Purpose. The general purposes for which the Limited Liability Company is organized are the following:

A. To engage in and transact any lawful business for which Limited Liability Company may be incorporated under the Florida Limited Liability Act. No other purpose limits this general purpose in any way.

B. All general purposes including the purchase, sale, development, and operation of a marina, docks and commercial property.

C. To do such other things as are incidental to the purposes of the Limited Liability Company or necessary or desirable in order to accomplish them.

Article 5. Initial Registered Office and Agent. The street address of the initial Registered Agent of the Limited Liability Company is:

Damian M. Ozark, Esquire
OZARK, PERRON & NELSON, P.A.
2808 Manatee Avenue West
Bradenton, Florida 34205

Article 6. Organizer. The name and address of the Organizer is:

Richard Kreisel
5305 Bimini Drive
Bradenton, Florida 34210

Article 7. Membership. The Members may admit additional Members in accordance with its Operating Agreement.

Article 8. Death of Member. The remaining Members of the Limited Liability Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued Membership of a Member in the Limited Liability Company.

Article 9. Management. The Management of the Limited Liability Company is reserved to one or more Managers.

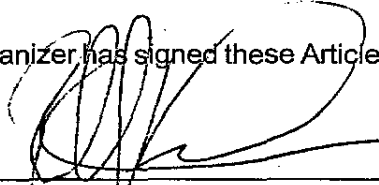
Article 10. By signature below, the Organizer swears, confirms and declares that the Limited Liability Company has at least two (2) Members.

Article 11. Amendment. The Limited Liability Company reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment to them, and any right conferred upon the Members is subject to this reservation.

Article 12. Indemnification. The Limited Liability Company shall indemnify each Member, including former Members, to the full extent permitted by law.

Article 13. Commencement of Limited Liability Company Existence. In accordance with Section 608.409, Florida Statutes, the date when the Limited Liability Company's existence shall commence is the date of execution by the Organizer of these Articles of Organization. In the event these Articles of Organization are not filed within the time period set forth in Section 608.409, Florida Statutes, the date when the Limited Liability Company's existence shall commence is the date of filing by the Secretary of State.

IN WITNESS WHEREOF, the undersigned Organizer has signed these Articles of Organization on this 31st day of October, 2003.

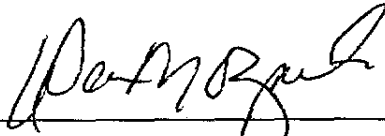

Richard Kreisel

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TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION FOR REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Limited Liability Company, which is contained in the foregoing Articles of Organization, and agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accepts the duties and obligations of Section 608.415, Florida Statutes.

Dated this 31st day of October, 2003.



Damian M. Ozark, Esquire

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