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**SAMUEL L. LEPRELL**  
**ATTORNEY AND COUNSELOR AT LAW**

SAMUEL L. LEPRELL  
(904) 390-2705

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TALLAHASSEE, FLORIDA

November 6, 2003

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Jetport OFL, L.L.C.

Enclosed is an original and one copy of the articles of organization and a check for:

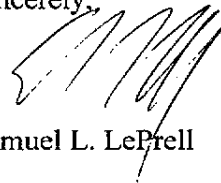
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Certificate of Status

Sincerely,



Samuel L. LePrell

SLL:lej  
Enclosure

C:\wpdocs\HANLEY\Jetport OFL\Department of State transmittal ltr wpd

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STATE  
JACKSONVILLE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
JETPORT OFL, L.L.C.**

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

**ARTICLE I - NAME**

The Company's name is JETPORT OFL, L.L.C.

**ARTICLE II - PURPOSE**

The Company may engage in any lawful business.

**ARTICLE III - ADDRESS**

The mailing address and street address of the principal office of the Company is 1930 San Marco Boulevard, Suite 201, St. Mark's Place, Jacksonville, Florida 32207.

**ARTICLE IV - DURATION**

The Company shall commence its existence at 8:00 a.m. on the date these Articles are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is dissolved earlier as provided in these articles of organization or in the regulations.

**ARTICLE V - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the state of Florida is Samuel L. LePrell, 1930 San Marco Boulevard, Suite 201, St. Mark's Place, Jacksonville, Florida 32207.

**ARTICLE VI - CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the Company \$1000.00 in cash or property.

**ARTICLE VII - ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members or as provided in the regulations.

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**ARTICLE VIII - ADMISSION OF NEW MEMBERS**

Except as set forth in the regulations, no additional members shall be admitted to the Company except with the written consent of members of the Company owning all of the L.L.C. interests and on the 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 a majority of the members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

**ARTICLE IX - MEMBER'S RIGHT TO CONTINUE BUSINESS**

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 a majority vote of the remaining members.

**ARTICLE X - MANAGEMENT**

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 name and address of the sole member of the Company is:

NAME


Kevin B. Hanley

ADDRESS

1930 San Marco Boulevard,  
Suite 201, St. Mark's Place  
Jacksonville, Florida 32207

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Rutherford, New Jersey, on November 10, 2003.

Witnesses:

  
Print Name MARY ANN CIVELLA  
AS TO KEVIN B. HANLEY  
San J. Hanley  
Print Name San J. Hanley  
As to Kevin B. Hanley

By:

  
Kevin B. Hanley

Nov 11 03 02:37p

P.4

STATE OF NEW JERSEY  
COUNTY OF BERGEN

Sworn to and subscribed before me this 12<sup>th</sup> day of November, 2003 by KEVIN B. HANLEY  
He is personally known to me or produced identification.

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TALLAHASSEE, FLORIDA

  
Notary Public -- State of New Jersey

Personally Known \_\_\_\_\_

OR

Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

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MARY ANN CIVELLO  
NOTARY PUBLIC OF NEW JERSEY  
My Commission Expires July 19, 2005

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03 NOV 17 PM 4:18  
STATE  
JACKSONVILLE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.415 or 608.507, **JETPORT, OFL, L.L.C.**, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is:

**JETPORT OFL, L.L.C.**

2. The name and address of the registered agent in Florida is:

Samuel L. LePrell  
1930 San Marco Blvd. Suite 201  
Jacksonville, Florida 32207

The undersigned, being the person named in the articles of organization of **JETPORT OFL, L.L.C.**, 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 accepts the obligations of the position of registered agent.

  
\_\_\_\_\_  
Samuel L. LePrell  
Registered Agent

Dated: November 13/14, 2003