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SECRETARY OF STATE

Joseph M. Scheyd, Jr. P.A.

ATTORNÉY AT LAW

1221 AIRPORT ROAD • SUITE 209

DESTIN, FLORIDA 32541

TEL: (850) 837-1171

FAX: (850) 837-3317

November 24, 2003

Florida Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

RE: Articles of Organization for Kitty Hawk Kites of Florida, LLC

Dear Sir or Madam:

Enclosed please find the original Articles of Organization, including Certificate of Designation of Registered Agent/Registered Office for the above-referenced corporation. Also enclosed is a check in the amount of \$125.00 to cover the filing fee.

Thank you for your assistance in this matter. If you have any questions or need addiffinal information, please give me a call.

Sincerely,

Tiffany Donaldson

Legal Assistant for Joseph M. Scheyd, Jr.

/tjd

Enclosures

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - NAME

The name of the Limited Liability Company is: KITTY HAWK KITES OF FLORIDA, LLC

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

Mailing Address:

Street Address:

1450 Miracle Strip Parkway, #101 Fort Walton Beach, Florida 32548

1450 Miracle Strip Parkway, #101 Fort Walton Beach, Florida 32548

ARTICLE III - DURATION

The period of duration for the Limited Liability Company shall be a period of fifty (50) ear from its date of organization.

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by a manager or managers and the names and address of such managers who are to serve as initial managers are:

Ken Winter 1450 Miracle Strip Parkway, #101 Fort Walton Beach, Florida 32548

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

The terms and conditions of the admission of additional members shall be established by the Regulations of the organization as may be amended from time to time.

ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS

In the event of the death, retirement, resignation, expulsion, or bankruptcy of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining Members shall have the right either to purchase the interest of the terminating member in the limited liability company or to terminate and liquidate the business, pursuant to the Regulations of the limited liability company.

Before me, the undersigned authority personally appeared Ken Winter, who is personally known to me or who produced as identification, and executed the within document for purposes stated therein.

SUBSCRIBED AND SWORN to before me this 2 day of Me 100 , 2003.

My Commission Expires:



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is Kitty Hawk Kites of Florida, LLC.
- 2. The name and address of the registered agent and office is:

Ken Winter 1450 Miracle Strip Parkway, #101 Fort Walton Beach, Florida 32548

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

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Date

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