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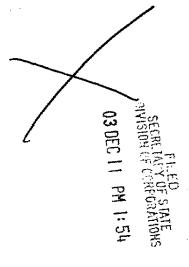
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LAW OFFICE OF KURT E. GROSMAN

Attorney and Counselor at Law LL.M. in Taxation New York University kurt@grosmanlaw.com

5043 Winwood Way Orlando, Florida 32819 Telephone: (407) 292-0808

Facsimile: (407) 293-0220

December 10, 2003

VIA UPS OVERNIGHT

Registration Section
Division of Corporation
409 Gaines Street
Tallahassee, Florida 32399

Re: Articles of Organization - Acme Air Services, LLC

To Whom It May Concern:

Enclosed for filing and further processing are two originally executed Articles of Organization for the above referenced LLC. Also enclosed is a check in the amount of \$155.00 for (i) filing fee (\$100.00); (ii) designation of registered agent (\$25.00); and (iii) a certified copy fee (\$30.00).

Thank you in advance for your assistance. If you have any questions or comments, please don't hesitate to contact me.

Kurt E. Grosman, Esquire 5043 Winwood Way Orlando, Florida 32819 (407) 292-0808 – Office (407) 293-0220 – Facsimile kurt@grosmanlaw.com – email.

Sincerely,

LAW OFFICE OF KURT E. GROSMAN

Kurt E. Grosman

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Enclosures

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

ACME AIR SERVICES, LLC.

ARTICLE II - Address:

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

5043 Winwood Way, Orlando, Florida 32819.

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent is:

Kurt E. Grosman, Esquire 5043 Winwood Way Orlando, Florida 32819.

Having been named as registered agent and to accept service of process for the above stated limited liability 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 as provided for in Chapter 608, F.S.

Registered Agent's Signature

ARTICLE IV - Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

MGR

Greg Williams

2739 Silver Star Road Orlando, Florida 32808

MGR

Mark W. Theisen 1003 Orienta Avenue

Altamonte Springs, Florida 32701

Signature of a member or an authorized representative of a member.

(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.)

Kurt E. Grosman

Type or printed name of signee