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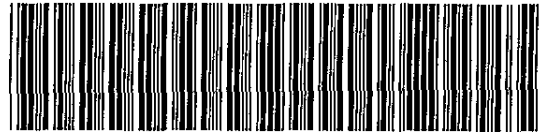
(Business Entity Name)

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Law Offices of
R. PATRICK PHILLIPS
Post Office Box 1153
Orlando, Florida 32802-1153
Telephone: (407) 425-7676
Facsimile: (407) 425-7679

R. PATRICK PHILLIPS
Board Certified
Aviation Law Attorney

200 N. Thornton
Avenue
Orlando, Florida 32801

December 12, 2003

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

Re: AIRCRAFT LEASING OF OCALA, LLC

Dear Sir/Madam:

Please find enclosed the following documents:

1. Articles of Organization for AIRCRAFT LEASING OF OCALA, LLC
2. Check in the amount of \$155.00:

Filing fee \$100.00
Certified copy \$30.00
Registered Agent Designation \$25.00

For your convenience, I have enclosed a self-addressed, stamped envelope so you could forward, back to me, the certified copy of the Articles of Incorporation.

Thanking you in advance for your assistance in this matter.

Very truly yours,



R. Patrick Phillips, Esquire

RPP/bwm
enc.

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
AIRCRAFT LEASING OF OCALA, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I – NAME

The name of the limited liability company shall be AIRCRAFT LEASING OF OCALA, LLC.

ARTICLE II – ADDRESS

The mailing address and street address of the principal office of the company is 2170 SW 37th St., Rd., Ocala, Florida 34474.

ARTICLE III – DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual, unless the company is dissolved earlier as provided by law or in these Articles of Organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the company in the State of Florida is PURUS MITRA, 2170 SW 37th St., Rd., Ocala, Florida 34474.

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TALLAHASSEE, FLORIDA

ARTICLE V - CAPITAL CONTRIBUTIONS

The member or members of the company shall contribute to the capital of the company either cash or property as they may from time to time in their discretion determine.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the majority consent of all the members if more than one member.

ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the majority written consent of all the members of the company and on such terms and conditions as shall be determined by the members.

ARTICLE VIII - 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. The regulations may contain provisions for the regulation and management of the affairs of the company not inconsistent with law or these Articles of Organization.

ARTICLE IX - INITIAL MEMBERS

The company shall have one member initially. The number of members can be increased or diminished from time to time by the Regulations, but shall never be less than one member. The names and addresses of the initial member of the company is:

**PURUS MITRA
2170 SW 37th St., Rd.
Ocala, Florida 34474**

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TALLAHASSEE, FLORIDA

ARTICLE V - CAPITAL CONTRIBUTIONS

The member or members of the company shall contribute to the capital of the company either cash or property as they may from time to time in their discretion determine.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members if more than one member.

ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by the members.

ARTICLE VIII – 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. The regulations may contain provisions for the regulation and management of the affairs of the company not inconsistent with law or these Articles of Organization.

ARTICLE IX - INITIAL MEMBERS

The company shall have one member initially. The number of members can be increased or diminished from time to time by the Regulations, but shall never be less than one member. The names and addresses of the initial member of the company is:

**PURUS MITRA
2170 SW 37th St., Rd.
Ocala, Florida 34474**


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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Orlando, Florida on November 27, 2003.

By: 
PURUS MITRA
Member Manager

STATE OF FLORIDA
COUNTY OF MARION

Sworn to and subscribed before me this 27 day of November, 2003, by PURUS MITRA, who is known to me to be the Member Manager of AIRCRAFT LEASING OF OCALA, LLC, and who is personally known to me or who has produced personally known for identification.


Notary Public.
Print Name: David C. LEMNER
My commission expires:
My commission number is:

DAVID C. LEMNER
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD168731
EXPIRES 12/2/2006
BONDED THRU 1-888-NOTARY

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
AIRCRAFT LEASING OF OCALA, LLC**

Under the provisions of Florida Statutes 608.407 or 608.415, AIRCRAFT LEASING OF OCALA, LLC, 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 AIRCRAFT LEASING OF OCALA, LLC.
2. The name and street address of the registered agent in Florida is:

**PURUS MITRA
2170 SW 37th St., Rd.
Ocala, Florida 34474**

The undersigned, being the person named in the Articles of Organization of AIRCRAFT LEASING OF OCALA, LLC, 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 hereinabove and 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 duties, and is familiar with and accepts the obligations of the position of the Registered Agent.

Dated this 27th day of November, 2003.



PURUS MITRA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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