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REPLY TO: ■ TAMPA

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December 16, 2003

VIA FEDERAL EXPRESS

Corporate Records Bureau Division of Corporations Department of State 409 East Gaines Street Tallahassee, Florida 32399

RE: Filing of Articles of Organization for Float Planes and Amphibs, LLC.

Dear Sir or Madam:

I enclose for filing Articles of Organization for Float Planes and Amphibs, LLC., together with a Certificate Designating Registered Agent and Office. We enclose a check in the amount of \$125.00 to cover the following fees:

 Corporate Records Bureau Division of Corporations Department of State December 16, 2003 Page 2 of 2

In accordance with F.S. 608.409(1), the company began its existence on December 15, 2003 when the Articles were subscribed. I understand that you will file the Articles within five (5) days from that date, in compliance with statute. After filing, please forward the Certificate of Organization and a copy of the Articles of Organization to this office.

Sincerely.

fred A. Colby

Enclosures

cc: Mr. Shawn Okun

ARTICLES OF ORGANIZATION OF FLOAT PLANES AND AMPHIBS, LLC.

The undersigned hereby executes these Articles of Organization for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

ARTICLE I Name

The name of the limited liability company shall be "Float Planes and Amphibs, LLC.".

ARTICLE II Address

The principal office address for the limited liability company shall be 127 Carlyle Circle, Palm Harbor, Florida 34683, and mailing address for the limited liability company shall be Post Office Box 458, Palm Harbor, Florida 34682-0458.

ARTICLE III Registered Office and Agent

The street address of the initial registered office of the limited liability company shall be 101 East Kennedy Boulevard, Suite 3140, Tampa, Florida 33602, and the name of its initial registered agent at such address shall be Alfred A. Colby.

ARTICLE IV <u>Duration</u>

The limited liability company shall have perpetual existence, commencing on December [5] 2003.

ARTICLE V Purpose

The general purpose of this limited liability company shall be to transact any and all lawful business for which limited liability companies may be organized under Florida law.

FFECTIVE DATE

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ARTICLE VI Management

This limited liability company shall be managed by one or more managers and is, therefore, a manager-managed company.

The undersigned has executed these Articles of Organization this 15th day of December, 2003.

QUBIC DEVELOPMENT, INC., its Member

By: Alfred A Colley

its Authorized Representative

CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE

In compliance with the provisions of Sections 608.415 and 608.507, Florida Statutes, the following is submitted:

That Float Planes and Amphibs, LLC., desiring to organize under the laws of the State of Florida, has named Alfred A. Colby, 101 East Kennedy Boulevard, Suite 3140, Tampa, Florida 33602, as its agent to accept service of process within the State of Florida.

DATED this 15th day of December, 2003.

QUBIC DEVELOPMENT, INC., its Member

Alfred A. Colby.

its Authorized Representative

ACCEPTANCE

Having been named to accept service of process for the above named limited liability company at the place designated in this certificate, I hereby agree to act in this capacity, and I further acknowledge that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent.

DATED this 15th day of December, 2003.

Alfred A. Colby

HEIGHY OF STATE