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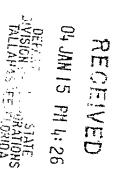
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AUSLEY & MCMULLEN

ATTORNEYS AND COUNSELORS AT LAW

227 SOUTH CALHOUN STREET P.O. BOX 39! (ZIP 32302) TALLAHASSEE, FLORIDA 3230! (850) 224-9115 FAX (850) 222-7560

Writer's Direct Line: (850) 425-5421

January 15, 2004



Secretary of State 409 East Gaines Street Tallahassee, Florida 32301

VIA HAND DELIVERY

Re:

Frazee Aviation, LLC

Dear Madam/Sir:

Enclosed are an original and one copy of the Articles of Organization for Frazee Aviation, LLC, a limited liability company. These Articles include Registered Agent and Registered Office designation for this company.

This firm's check in the amount of \$155.00 is enclosed, comprised of the \$100.00 filing fee, \$25.00 Designation of Registered Agent fee, and \$30.00 certified copy fee.

Please do not hesitate to call me at (850) 425-5421 if you have any questions. We will have our messenger return to pick up the certified copy and the certificate of filing.

Thank you in advance for your usual assistance in these matters.

Sincerely,

DuBose Ausley

/jlm Enclosures h:\cda\frazee\so itr arts lic.doc

ARTICLES OF ORGANIZATION OF FRAZEE AVIATION, LLC

The undersigned, pursuant to the provisions of Chapter 608, Florida Statutes, provides the following information for the purpose of forming a Limited Liability Company under the laws of the State of Florida.

ARTICLE 1. Name

The name of the Limited Liability Company is Frazee Aviation, LLC.

ARTICLE 2. Address

The street and mailing address of the place of business in Florida is:

9245 Old Dominion Road Tallahassee, FL 32312

ARTICLE 3. Registered Agent and Registered Office

The name and Florida street address of the initial registered agent in Florida for the Limited Liability Company are:

Richard Weidner 1713 Mahan Drive Tallahassee, FL 32308

Having been named as registered agent and as the person to accept service of process for the above-stated limited liability company at the place designated in these Articles, 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, Florida Statutes.

Richard Weidner, Registered Agent

ARTICLE 4. Managing Member

The name and address of the Managing Member are as follows:

Title:

Name and Address:

MGRM

John P. Frazee, Jr. 9245 Old Dominion Road Tallahassee, FL 32312

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 124L day of January, 2004.

IN ACCORDANCE WITH SECTION 608.408(3), FLORIDA STATUTES, THE EXECUTION OF THIS DOCUMENT CONSTITUTES AN AFFIRMATION UNDER PENALTIES OF PERJURY THAT THE FACTS STATED HEREIN ARE TRUE.

John P. Frazee, Jr., Member

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