

Jul-22-05 08:54

From-Kirk Pinkerton Law Firm

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Division of Corporations

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Account Name : KIRK PINKERTON, A PROFESSIONAL ASSOCIATION  
Account Number : 071670002600  
Phone : (941) 364-2409  
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DIVISION OF CORPORATION

**LIMITED LIABILITY AMENDMENT**

**COASTAL AVIATION, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$55.00

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FAX AUDIT # H05-176571

AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
COASTAL AVIATION, LLC

Pursuant to the provisions of Sections 608.407 and 608.411 of the Florida Statutes, this Florida limited liability company, Coastal Aviation, LLC, desiring to amend and restate its Articles of Organization in their entirety which were filed on January 22, 2004, does certify as follows:

"ARTICLE I - NAME

The name of the Company is COASTAL AVIATION, LLC.

ARTICLE II - DURATION

The duration of the Company is perpetual.

ARTICLE III - ADDRESS AND PLACE OF BUSINESS

The mailing address and street address of the principal place of the principal office of the Company in Florida is:

19 North Boulevard of the Presidents, Suite 605  
Sarasota, Florida 34236

ARTICLE IV - PURPOSE

The purposes of the Company shall be to own, improve, operate, lease, manage, construct, develop, convert to condominiums, and sell (in parts or in one bulk sale transaction) real estate, either directly or indirectly, and any business related thereto or useful in connection therewith; and any other lawful business purpose or activity permitted by the Florida Limited Liability Company Act (the "Act"). The Company shall have all powers of a limited liability company as provided in the Act, including authorization to purchase, mortgage, sell, lease, manage, develop, convert to condominiums, construct, renovate, operate, improve, alter, transfer, joint venture or otherwise convey and encumber all or any portion of the Company's property at any time and from time to time, and to do all other things necessary or appropriate to carry out the foregoing purposes.

Prepared by: David M. Silberstein, Esq.  
Kirk Pinkerton  
720 South Orange Avenue  
Sarasota, Florida 34236  
(941) 364-2481  
Atty Bar #0436876

FAX AUDIT #H05-176571

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ARTICLE V - NAME AND STREET ADDRESS OF REGISTERED AGENT

The name and address of the registered agent in Florida for the Company is as follows:

David M. Silberstein  
720 South Orange Avenue  
Sarasota, Florida 34236

ARTICLE VI - MEMBERS

The Company shall have such Members as may be admitted from time to time in accordance with these Amended and Restated Articles of Organization and the Operating Agreement of the Company.

ARTICLE VII - MANAGEMENT

The Company is to be manager-managed as provided in the Operating Agreement. The names and addresses of the managers, who will serve as managers until the first annual meeting of Members or until their successor or successors are elected and qualified, are as follows:

Brian H. Merritt	19 North Boulevard of the Presidents, Suite 605 Sarasota, Florida 34236
Joe R. Holloway	19 North Boulevard of the Presidents, Suite 605 Sarasota, Florida 34236
Townsend H. Porter, Jr.	19 North Boulevard of the Presidents, Suite 605 Sarasota, Florida 34236

ARTICLE VIII - INDEMNIFICATION

The Company shall indemnify each managing Member, manager and officer to the fullest extent permitted by the Florida Limited Liability Company Act."

Under penalties of perjury, I declare that I have read the foregoing Amended and Restated Articles of Organization and that the facts alleged are true, to the best of my knowledge and belief, and they have been duly executed this 22 day of July, 2005.

  
BRIAN H. MERRITT

Jul-22-05 08:54

From-Kirk Pinkerton Law Firm

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ACCEPTANCE BY REGISTERED AGENT

I, the undersigned appointed registered agent of COASTAL AVIATION, LLC, being familiar with the obligations of such position, hereby accept such appointment, agree to act in such capacity and accept the obligations proposed by Section 608.415, Florida Statutes.

DATED this 22 day of July, 2005.



DAVID M. SILBERSTEIN, Registered Agent

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SECRETARY OF STATE  
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DMS...coastal aviation amended restated art