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- April 12, 2004

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Gaines Aircraft, LLC

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Organization for the above-referenced limited liability company, along with a check for \$125.00 to cover the filing fee and registered agent fee. Please file the original and return a stamped copy to me at your earliest convenience.

Sincerely,

ALLEY, MAASS, ROGERS  
& LINDSAY, P.A.

BY:

  
LOUIS L. HAMBY III

LLH III/cr

Enc.

cc: Stanley Gaines

**ARTICLES OF ORGANIZATION  
FOR  
GAINES AIRCRAFT, LLC**

The undersigned being an authorized representative of a member of the limited liability company referred to herein, executes and files these Articles of Organization and states as follows:

**ARTICLE I - NAME**

The name of the limited liability company is GAINES AIRCRAFT, LLC.

**ARTICLE II - PRINCIPAL OFFICE**

The street address and mailing address of the principal office of the limited liability company is 1473 North Ocean Blvd., Palm Beach, FL 33480.


**ARTICLE III - INITIAL REGISTERED AGENT**

The name of the initial registered agent of the limited liability company is LOUIS L. HAMBY III, ESQ. and his street address is c/o Alley, Maass, Rogers & Lindsay, 321 Royal Poinciana Plaza South, Palm Beach, Florida 33480.

**ARTICLE IV - EFFECTIVE DATE/COMMENCEMENT OF EXISTENCE**

These Articles shall be effective and the limited liability company shall commence its existence as of the date of execution of these Articles.

WHEREFORE, in compliance with Florida Statutes Section 608.407(3), the undersigned authorized representative of a member of the limited liability company executed these Articles of Organization this 12<sup>th</sup> day of April, 2004.

  
\_\_\_\_\_  
LOUIS L. HAMBY III, Authorized  
Representative of Stanley Gaines, a member

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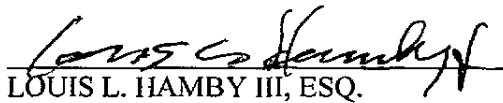
**CERTIFICATE**  
**OF DESIGNATION OF**  
**REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is GAINES AIRCRAFT, LLC.
2. The name and address of the registered agent and office is:

Louis L. Hamby III, Esq.  
Alley Maass Rogers & Lindsay  
321 Royal Poinciana Plaza, South  
Palm Beach, FL 33480

Having been named as registered agent 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.

  
LOUIS L. HAMBY III, ESQ.

Date: April 12, 2004.

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