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LIMITED LIABILITY COMPANY

Richmark Aircraft Leasing III, LLC

Certificate of Status	0
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ARTICLES OF ORGANIZATION
FOR
RICHMARK AIRCRAFT LEASING III, LLC

ARTICLE I
NAME

The name of the limited liability company is RICHMARK AIRCRAFT LEASING III, LLC (the "LLC").

ARTICLE II
ADDRESS


The mailing address and the street address of the principal office of the LLC is 1515 North Federal Highway, Suite 506, Boca Raton, Florida 33432.

ARTICLE III
INITIAL REGISTERED AGENT

The name and street address of the initial registered agent of the LLC for service of process in the State of Florida are:

HRAWG CORP.
1801 N. Military Trail, Suite 200
Boca Raton, Florida 33431

IN WITNESS WHEREOF, the undersigned made and executed these Articles of Organization this 29th day of June, 2004.



Mitchell B. Kirschner, Esq.,
Authorized Representative

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CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE BELOW NAMED LIMITED LIABILITY COMPANY 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 RICHMARK AIRCRAFT LEASING III, LLC.

2. The name and Florida street address of the registered agent and office are:

HRAWG CORP.
1801 N. Military Trail, Suite 200
Boca Raton, Florida 33431

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, the undersigned hereby 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 its duties, and it is familiar with and accept the obligations of its position as registered agent.

HRAWG CORP.

By: 
Name: Mitchell B. Kirschner
Title: Vice President

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