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VISION OF CORPORATIO

LIMITED LIABILITY COMPANY

Dragonfly Helicopters LLC

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FAX AUDIT #: H04-140751

ARTICLES OF ORGANIZATION OF DRAGONFLY HELICOPTERS LLC

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida does set forth the following:

Article 1. Name. The name of the Company is:

Dragonfly Helicopters LLC

Article 2. Mailing Address of Principal Office. The mailing address of the principal office for the Company is:

5824 Bee Ridge Road #438 Sarasota, FL 34233

Article 3. Duration. The period of duration of the Company shall be perpetual, unless sooner dissolved in accordance with the Regulations and the Florida Limited Liability Company Act.

Article 4. Registered Agent and Office. The name and address of the initial registered agent in Florida for the Company is as follows:

LESLIE ELLIOTT

1729 Fessler Street Englewood, Florida 34223

Article 5. Management. The Company is to be a manager-managed company.

Article 6. Commencement of Existence. In accordance with Section 608.409(1), Florida Statutes, the date when existence of the Company shall commence is the date of subscription and acknowledgment of these Articles of Organization. In the event these Articles of Organization are not filed within the time period set forth in Section 608.409(1), Florida Statutes, the date when existence of the Company shall commence is the date of filing by the Secretary of State.

FAX AUDIT #: H94-140751

Under penalties of perjury, I affirm that the facts stated herein are true to the best of my knowledge and belief.

Executed on this 6 day of SULY , 2004.

LESLIE ELLIOTT, Representative

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of DRAGONFLY HELICOPTERS LLC, the undersigned accepts such an appointment, agrees to act in such capacity and is familiar with and accepts the obligations of the position as provided for in Chapter 608, Florida Statutes.

Executed this b day of July, 2004.

TESLIE ELLIOT: Registered Agent

FAX AUDIT #: H04-140751