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LAW OFFICE

B. GRAY GIBBS

Attorney At Law

100 Second Avenue South, Suite 101-S St. Petersburg, Florida 33701

> Telephone (727) 892-9901 Facsimile (727) 892-9902

September 10, 2004

CORPORATE RECORDS BUREAU DIVISION OF CORPORATIONS DEPARTMENT OF STATE Post Office Box 6327 Tallahassee, Fl 32314

RE: AIR FALCON, LLC

Dear Sir or Madam:

Enclosed are two original copies of the executed Articles of Organization for the above-referenced Limited Liability Company. Please endorse your approval of the Articles on the duplicate original copy provided and return same.

A check in the amount of \$125.00 is enclosed to cover the Registered Agent fee and the filing fee.

If you find any problems with the enclosed documents or require additional information, please contact the undersigned by telephone rather than returning any documents.

Sincerely,

Janette M. McCurley, Esq.

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ARTICLES OF ORGANIZATION OF AIR FALCON, LLC

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I — Name:

The name of the Limited Liability Company is AIR FALCON, LLC.

ARTICLE II — Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Mailing Address AIR FALCON, LLC 3690 70th Avenue North Pinellas Park, FL 33781

Street Address 3690 70th Avenue North Pinellas Park, FL 33781

ARTICLE III — Duration:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV — Registered Agent, Registered Office, & Registered Agent's Signature

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

Steven L. Holtje 3690 70th Avenue North Pinellas Park, FL 33781

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, 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 the interest agent as provided for in Chapter 608, F.S

Registered Agent's Signature

ARTICLE V - Limitation on Agency Authority of Members

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

ARTICLE VI — Management:

The Limited Liability Company shall be managed by a Manager, who may, but need not, be a Member, Steven L. Holtje is hereby designated to serve as the initial Manager.

Steven L. Holtje 3690 70th Avenue North Pinellas Park, FL 33781

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated derein and true.

Steven L. Holtje

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