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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

SOUTH WINGS ULTRALIGHT, LLC

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TALLAHASSEE
FLORIDA

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Articles of Organization

OF

South Wings Ultralight, LLC

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

Article I-Name

The name of this limited liability company is:

South Wings Ultralight, LLC

Article II-Address

The mailing address and street address of the Company's principal office is:

100 Golden Isles Dr. Suite 1003
Hallandale, Fl. 33009

Article III-Registered Agent and Office

The name of the Company's initial registered agent is

Rafael A. Suarez

The street address

of the Company's initial registered agent is:

100 Golden Isles Dr. Suite 1003
Hallandale, Fl. 33009

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Article IV-Management

The Limited Liability Company is to be managed by one manager or more managers and is, therefore a manager-managed company.

The names and addresses of the managers of the company shall be:

<u>NAME</u>	<u>ADDRESS</u>
Rafael A. Suarez	100 Golden Isles Dr Suite 1003 Hallandale, Fl. 33009
Wilfredo Oquendo	14660 NW S River DR Biscayne Gardens, Fl. 33167

Article V-Member

The Limited Liability Company is to have one or more members.

The names and addresses of the members of the company shall be:

<u>NAME</u>	<u>ADDRESS</u>
Rafael Suarez	100 Golden Isles DR Suite 1003 Hallandale, Fl. 33009
Wilfredo Oquendo	100 Golden Isles Dr Suite 1003 Hallandale, Fl. 33009

The undersigned Member and/or Incorporator has executed these Articles of Organization effective as of the 14 day of January, 2005

Rafael A. Suarez

Acceptance of Registered Agent

Having been named as registered agent and to accept service of process for
Rafael A. Suarez

L.L.C. at the place designated in its Articles of Organization, 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 as provided for in Chapter 608, F.S.

Dated this 14 day of January, 2005

Rafael A. Suarez
Rafael A. Suarez