

Division of Corporations

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From: *Debbie Thacker*
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File # 000-3333

LIMITED LIABILITY COMPANY

Carlos Air, LLC

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**ARTICLES OF ORGANIZATION
OF
CARLOS AIR, LLC**

The undersigned, acting as the authorized representative of the organizing member of a limited liability company under the Florida Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company (the "Company"):

ARTICLE I

Name

The name of the limited liability company is Carlos Air, LLC.

ARTICLE II

Principal Office and Mailing Address

The principal office and mailing address of the Company is 4411 West Tampa Bay Boulevard, Tampa, Florida 33622.

ARTICLE III

Initial Registered Agent and Office

The street address of the initial registered office of the Company is 501 East Kennedy Boulevard., Suite 1700, Tampa, Florida 33602, and the name of its initial registered agent at that address is Fowler White Boggs Banker P.A., c/o E. Jackson Boggs.

ARTICLE IV

Management


The Company shall be member-managed.

ARTICLE V

Effective Date

The effective date of filing of these Articles of Organization shall be February 3, 2005.

Dated this 3rd day of February, 2005.

By: 
Name: E. Jackson Boggs
Title: Authorized Representative

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for Carlos Air, LLC, at the place designated as the registered office, 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 the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 3rd day of February, 2005.

REGISTERED AGENT:

FOWLER WHITE BOGGS BANKER P.A.

By: 

Name: E. Jackson Boggs

Title: Authorized Agent

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