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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : JACK M. BERRY, INC.
Account Number : I20050000040
Phone : (863) 420-6699
Fax Number : (863) 420-6650

LIMITED LIABILITY COMPANY

BerryAir, LLC

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$125.00

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ARTICLES OF ORGANIZATION

OF

BERRYAIR, LLC

The undersigned member files these Articles of Organization of a new Limited Liability Company, under the laws of the State of Florida.

ARTICLE I. NAME

The name of this limited liability Company is: BerryAir, LLC.

ARTICLE II. INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of the Company in the State of Florida is 2520 Sand Mine Road, Davenport, FL 33897. The mailing address of the initial principal office of the Company in the State of Florida is 2520 Sand Mine Road, Davenport, FL 33897. The Members may from time to time move the principal office to any other address.

ARTICLE III. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the limited liability company in the

THIS INSTRUMENT PREPARED BY:
Thomas C. Floyd, Esquire
2520 Sand Mine Road
Davenport, FL 33897
Florida Bar Number 155815
(863) 420-6699

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State of Florida is 2520 Sand Mine Road, Davenport, FL 33897, and the name of the limited liability company's initial registered agent at that address is Thomas C. Floyd.

ARTICLE IV. MANAGEMENT

The limited liability company shall be manager-managed.

ARTICLE V. EXISTENCE

The limited liability company shall have a perpetual existence, beginning upon filing of these Articles.

ARTICLE VI. SIGNING MEMBER

The name and street address of the Signing Member to these Articles of Organization is:

<u>Name</u>	<u>Address</u>
Thomas C. Floyd	2520 Sand Mine Road, Davenport, FL 33897

The Membership of Thomas C. Floyd shall automatically expire on July 1, 2005.

Executed this 6th June, 2005.


Thomas C. Floyd, Signing Member

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Thomas C. Floyd, Esquire
2520 Sand Mine Road
Davenport, FL 33897
Florida Bar Number 155815
(863) 420-6699

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That BerryAir, LLC, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Organization, at 2520 Sand Mine Road, Davenport, FL 33897, has named, Thomas C. Floyd, located at 2520 Sand Mine Road, Davenport, FL 33897, Polk County, Florida, as its agent to accept service of process within this state.



Thomas C. Floyd
Signing Member

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Company, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said act relative to keeping open said office. I am familiar with,

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Thomas C. Floyd, Esquire
2520 Sand Mine Road
Davenport, FL 33897
Florida Bar Number 155815
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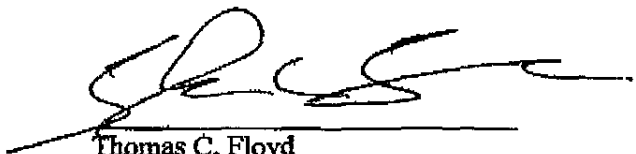
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and accept, the obligations of that position.



Thomas C. Floyd
Registered Agent

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