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2005 JUN 15 11:24:48
TALLAHASSEE, FLORIDA

J. BROWN JUN 15 2005



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 427272 11405A

AUTHORIZATION :

Patricia Pizit

COST LIMIT : \$ 155.00

ORDER DATE : June 14, 2005

ORDER TIME : 2:09 PM

ORDER NO. : 427272-005

CUSTOMER NO: 11405A

CUSTOMER: Ms. Renee C. Roop
Peterson & Myers, P.a.

P.o. Drawer 7608

Winter Haven, FL 33883-7608

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2005 JUN 14 PM 4:49
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: AIR 3, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan - EXT. 2955

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
FOR
AIR 3, LLC,
A Florida Limited Liability Company**

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, Florida Statutes, the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such Company:

ARTICLE I

Name

The name of this Company shall be **AIR 3, LLC**.

ARTICLE II

Duration

The term of existence of the Company shall commence upon the filing of these Articles of Organization and shall be perpetual.

ARTICLE III

Mailing Address

The mailing address of the principal office of this Company is P. O. Box 2208, Haines City, FL 33845. The street address of the principal office of this Company is 712 Morrison Ranch Road, U.S. Highway 27 South, Haines City, FL 33844.

ARTICLE IV

Registered Agent and Office

The name and street address of this Company's initial registered agent for service of process in this state is as follows: **Betty J. Morrison, 712 Morrison Ranch Road, U.S. Highway 27 South, Haines City, FL 33844.**

ARTICLE V

Management

The Company is to be a member-managed company.

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ARTICLE VI
Initial Members

The initial members of the Company are as follows:

Betty J. Morrison

P. O. Box 2208
Haines City, FL 33845

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TALLAHASSEE, FLORIDA

ARTICLE VII
Operating Agreement of Company

The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Member(s).

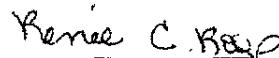
IN WITNESS WHEREOF, the undersigned, a member of the company, has hereunto set his hands and seal this 14th day of June, 2005.

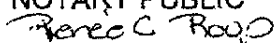

Betty J. Morrison

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 14th day of June, 2005, by **Betty J. Morrison**. He is personally known to me or produced his current drivers' license as identification.

(SEAL)



NOTARY PUBLIC


Print Name of Notary


My commission expires:



Renee C. Roop
Commission #DD159241
Expires: Nov 24, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

STATEMENT OF REGISTERED AGENT



Having been named as Registered Agent and to accept service of process for the above-stated limited liability company, 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 in Chapter 608, Florida Statutes.


Betty J. Morrison

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 14th day of June, 2005, by **Betty J. Morrison**, who is personally known to me, or who produced his current drivers' license as identification.

(SEAL)


NOTARY PUBLIC

Print Name of Notary

My Commission Expires:



Renee C. Roop
Commission #DD159241
Expires: Nov 24, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

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OFFICE OF REGISTRATIONS
TALLAHASSEE, FLORIDA