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(Requestor's Name)

(Address)

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(Business Entity Name)

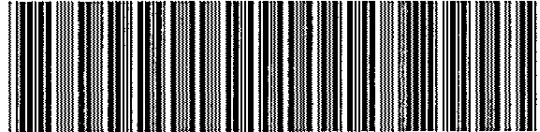
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TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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Carman Aviation, LLC

Please Super
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3 or 4

Signature _____

Requested by: SP

Name

Date

Time

Walk-In _____

Will Pick Up _____

____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
☒ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
____ Art. of Amend. File _____
____ RA Resignation _____
____ Dissolution / Withdrawal _____
____ Annual Report / Reinstatement _____
☒ Cert. Copy _____
____ Photo Copy _____
____ Certificate of Good Standing _____
____ Certificate of Status _____
____ Certificate of Fictitious Name _____
____ Corp Record Search _____
____ Officer Search _____
____ Fictitious Search _____
____ Fictitious Owner Search _____
____ Vehicle Search _____
____ Driving Record _____
____ UCC 1 or 3 File _____
____ UCC 11 Search _____
____ UCC 11 Retrieval _____
____ Courier _____

**ARTICLES OF ORGANIZATION
OF
CARMAN AVIATION, LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Act, F.S. Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company (the "Company") shall be CARMAN AVIATION, LLC.

ARTICLE II - DURATION

The limited liability company shall have perpetual duration.

ARTICLE III - PRINCIPAL PLACE OF BUSINESS AND ADDRESS

The principal place of business and the address of the Company shall be 1430 W. Memorial Boulevard, Lakeland, Florida 33815.

ARTICLE IV - PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida in connection therewith including, without limitation, the purchase, sale, leasing, operation and maintenance of airplanes. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is DENNIS P. JOHNSON, located at 225 E. Lemon St., Ste. 300, Lakeland, Florida 33801

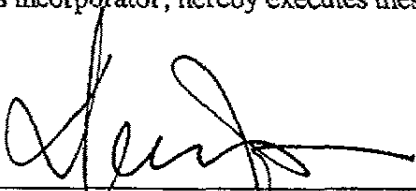
ARTICLE VI - MANAGEMENT

The Company shall be managed by a manager (the "Manager") and the name of the initial Manager is O.U. MUTZ. The signature of a Manager of the Company signing on behalf of the Company may be relied on as sufficient evidence of the action of the Company and that such action has been authorized by the consent of the Members as provided in the Operating Agreement.

ARTICLE VII - OPERATING AGREEMENT

The members of the Company shall hereafter adopt an Operating Agreement setting forth all the terms, provisions, conditions and covenants by which the Company will be governed. The power to adopt, alter, amend or repeal the Operating Agreement shall be vested in the Members of the Company by unanimous written consent.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these articles of organization this 14 day of June, 2005.

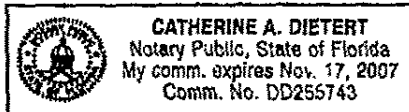

DENNIS P. JOHNSON, AS AUTHORIZED
REPRESENTATIVE OF A MEMBER

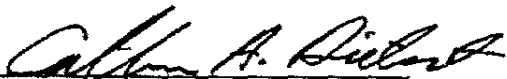
**STATE OF FLORIDA
COUNTY OF POLK**

Before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared DENNIS P. JOHNSON, who ☒ is personally known to me or who ☐ has produced _____ as identification.

WITNESS my hand and official seal this 14 day of June, 2005.

(NOTARIAL SEAL)

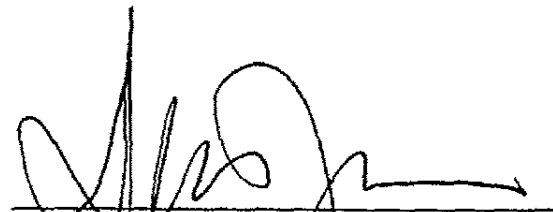



Notary Public
My Commission Expires:

ACCEPTANCE

Having been named to accept service of process for CARMAN AVIATION, LLC at the place designated as stated in these Articles of Organization, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of Chapter 608, Florida Limited Liability Company Act.

DATED this 14 day of June, 2005.


DENNIS P. JOHNSON, Registered Agent

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