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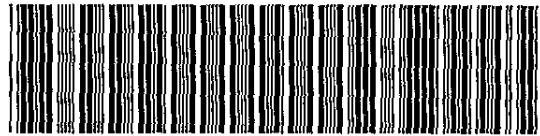
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M. HODGES

05 JUN - 9 PM 2:53

Daniel Garcon
4898 30th Place SW
Naples, FL 34116
Phone: 239-298-4929
Email: dg5588@yahoo.com

Thursday, June 09, 2005

Re: Air Performance Services, LLC

To Whom It May Concern:

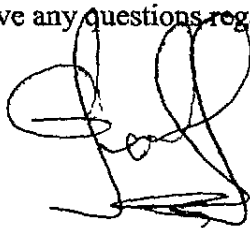
Please find enclosed:

- 1- An original and copy of the Articles of Organization for a proposed new Florida Limited Liability Company,
- 2- A certificate of Designation of Registered Agent/Registered Office; and,
- 3- A check in the sum of \$160.00, payable to Florida Department of State, representing the fee for filing these articles in the amount of \$100.00, the certified copy of \$30.00, the registered agent/office of \$25.00, and the certificate of status of \$5.00.

I would appreciate your processing these documents through your department and please mail me the certified copy of the Articles to the address above at your earliest convenience.

Should you have any questions regarding this matter, please feel free call me at the above number.

Sincerely,

A handwritten signature in black ink, appearing to be 'Daniel Garcon', written over a horizontal line.

Daniel Garcon

**ARTICLES OF ORGANIZATION FOR
A FLORIDA LIMITED LIABILITY COMPANY**

THE UNDERSIGNED, has executed the following document as incorporation of the above named Limited Liability Company, organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as organizer, and those of the Limited Liability Company, are to be determined in accordance with the laws of the State of Florida

ARTICLE I – NAME

The name of the Limited Liability Company is
AIR PERFORMANCE SERVICES, LLC

ARTICLE II – PURPOSES AND POWERS

The general purpose for which the Company is organized to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE III – CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property.

ARTICLE IV – ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company at such times and in such amounts as may be provided in the regulation adopted by the members or, in lieu thereof, only upon the unanimous consent of all the members.

ARTICLE V – DURATION

The period of duration for the Limited Liability Company shall be: perpetual

ARTICLE VI – REGISTERED (OR STATUTORY) AGENT AND ADDRESS:

The name and address of the initial registered (statutory) agent are:
DANIEL GARCON, 4898 30 PLACE SW, NAPLES, FL 34116

ARTICLE VII – MANAGEMENT

The Limited Liability Company is to be managed by the manager and the name and address of the manager are:
DANIEL GARCON, 4898 30 PLACE SW, NAPLES, FL 34116

ARTICLE VIII – MANAGER

Number: There will be one Manager, who will be member of the Company.
The initial Manager is **DANIEL GARCON**

05 JUL - 5 PM 2013

ARTICLE IX – INITIAL MEMBERS

The initial Member of the Company is DANIEL GARCON

ARTICLE X – ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be: No additional members shall be admitted to the Company except with the unanimous written consent of all members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE XI – MEMBERS RIGHT TO CONTINUE BUSINESS

The right, if given of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, unless the business of the Company is continued by the consent of a majority in interest of the remaining members, provided there are at least one (1) remaining member.

ARTICLE XII – PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of the limited liability company is:
4898 30 PLACE SW, NAPLES, FL 34116

ARTICLE XIII – EFFECTIVE DATE:

The effective date of these articles is upon filing.

ARTICLE XIV – NONLIABILITY:

Except as otherwise expressly provided by the Act, no member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

ARTICLE XV-- MISCELLANEOUS:

New members can be admitted to the company with full rights of membership upon the unanimous consent of the existing members.

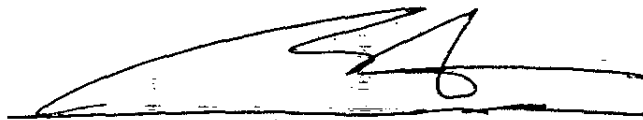
(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

IN WITNESS WHEREOF, the undersigned member executed these Articles of Organization at Pompano Beach, Broward County, Florida for the foregoing uses and purposes this 9 day of June, 2005.

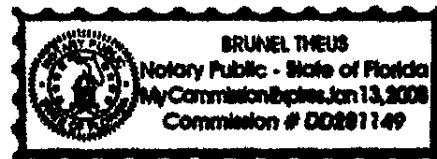


Member: DANIEL GARCON
Address: 4898 30 PLACE SW
NAPLES, FL 34116

Sworn to and subscribed before me this 9 Day of
June 2005.



Notary Public



**CERTIFICATE OF DESIGNATION OF
REGISTERED (OR STATUTORY) AGENT /REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATED A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:
AIR PERFORMANCE SERVICES, LLC
2. The name and the Florida street address of the registered agent are:
DANIEL GARCON
4898 30 PLACE SW, NAPLES, FL 34116

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of the 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.



Registered Agent Signature