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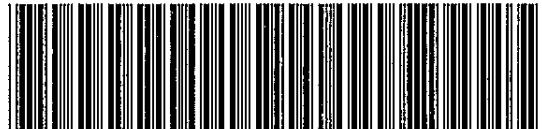
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TALLAHASSEE, FLORIDA

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DIVISION OF REGISTRATION

CAPITAL CONNECTION, INC.

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Winrose Aviation, LLC

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- ☐ 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 _____
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- ☐ 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 _____

Signature _____

Requested by: *WL*

Name

Date *9/19*

Time *11:00*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
WINROSE AVIATION, L.L.C.**

Pursuant to the *Florida Limited Liability Company Act*, Chapter 608, Florida Statutes (2000), as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

ARTICLE I: NAME

The name of this limited liability company (the "Company") shall be WinRose Aviation, L.L.C.

ARTICLE II: ADDRESS

The mailing address and the street address of the principal office of this company shall be 1451 Beach Avenue, Atlantic Beach, FL 32233.

ARTICLE III: REGISTERED AGENT

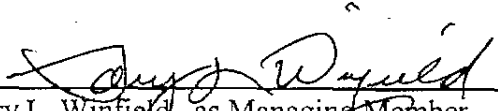
The initial registered office of this company shall be 135 Professional Drive, Suite 101, Ponte Vedra Beach, FL 32082, and its initial registered agent at such office shall be D. Randall Briley.

ARTICLE IV: MANAGEMENT OF THE COMPANY

This company will be a manager-managed company managed by one of its members in accordance with and subject to the requirements of the Act and the operating agreement of this Company.

IN WITNESS WHEREOF, the undersigned, being the Managing Member of this company, has executed these Articles of Organization on behalf of this company in accordance with §608.407(4) of the Act.

Dated: September 15, 2005

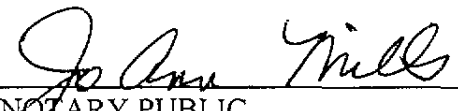


Gary L. Winfield, as Managing Member

STATE OF FLORIDA
COUNTY OF ST. JOHNS

BEFORE ME, the undersigned authority, personally appeared Gary Winfield, personally known to me or who produced drivers license as identification and who executed the foregoing Articles of Incorporation and acknowledged to me that he executed said Articles freely and voluntarily and for the purposes expressed therein.

WITNESS my hand and seal this 15 day of September, 2005.



NOTARY PUBLIC



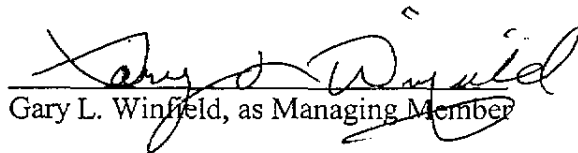
JO ANN MILLS
My Commission # DD 194853
Expires: June 5, 2007

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND
REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes (2000), as amended from time to time (the "Act"), the following is submitted:

WinRose Aviation, L.L.C., desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates D. Randall Briley, as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 135 Professional Drive, Suite 101, Ponte Vedra Beach, FL 32082.

DATED this 15 day of September 2005.


Gary L. Winfield, as Managing Member

Having been named to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to 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 company in complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 15 day of September, 2005.


D. Randall Briley

**STATE OF FLORIDA
COUNTY OF ST. JOHNS**

The foregoing instrument was acknowledged before me by D. Randall Briley, who is personally known to me and/or who has produced N/A as identification and who did/did not take an oath, this 15 day of September, 2005.


NOTARY PUBLIC



JO ANN MILLS
My Commission # DD 194853
Expires: June 5, 2007