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ons GREENBERG TRAUIG

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FLORIDA/FOREIGN LIMITED LIABILITY CO

TD Airways, LLC

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**STATE OF FLORIDA
ARTICLES OF ORGANIZATION
OF
TD AIRWAYS, LLC**

These Articles of Organization of TD AIRWAYS, LLC, a Florida limited liability company (the "Company"), dated as of the 23rd day of March, 2006, are being duly executed and filed by Matthew B. Gorson, who is authorized to form a limited liability company under the Florida Limited Liability Company Act (Chapter 608 of Florida Statutes).

ARTICLE I - Name: The name of the limited liability Company is:

TD AIRWAYS, LLC

ARTICLE II - Address: The principal address of the company is 1688 Meridian Ave., Suite 902, Miami Beach, FL 33139 and the mailing address of the Company is P.O. Box 398870, Miami Beach, FL 33139.

ARTICLE III - Registered Agent, Registered Office and Registered Agent's Signature:

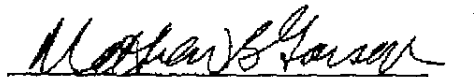
The Registered Agent and Registered Office for service of process is as follows:

Name: Matthew B. Gorson
Address: 1221 Brickell Ave., 24th Floor
Miami, FL 33131

Having been named to accept service of process for the Company named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Limited Company Act and all other applicable laws, relative to the proper and complete performance of my duties as registered agent.


Matthew B. Gorson, Registered Agent

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the date first above written.


Matthew B. Gorson, Authorized Person

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