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(City/State/Zip/Phone #)

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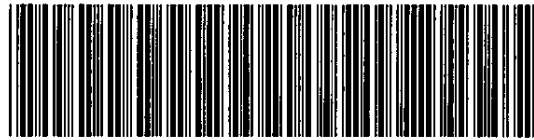
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
06 MAY 22 AM 11:28

B. McKnight MAY 30 2006

**WELLISCH, METZGER & STANTON, P.A.**  
ATTORNEYS AT LAW

KURT WELLISCH  
(1910 - 1982)  
URSULA METZGER  
PAUL R. STANTON

REPLY TO:  
MIAMI ☐  
OKEECHOBEE ☐

REF. TO FILE NO.

8603 SOUTH DIXIE HIGHWAY  
SUITE 207  
MIAMI, FL 33143  
(305) 662-8630  
FAX: (305) 662-8761  
E-MAIL: STANTONP@BELLSOUTH.NET

509 S.W. 2nd. AVENUE  
OKEECHOBEE, FL 34974  
(863) 763-4133  
FAX: (863) 763-9635

May 18, 2006

Department of State  
Division of Corporations  
Corporate Filings  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Watkins Aviation LLC

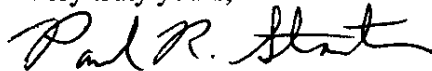
Dear Sir:

Enclosed please find an original and a copy of Articles of Organization of Watkins Aviation LLC together with our check in the amount of \$125.00.

Please file this limited liability company with the State of Florida and return a filed copy to my attention:

Thank you for your cooperation.

Very truly yours,



Paul R. Stanton

/kr

Enclosures

## ARTICLES OF ORGANIZATION OF WATKINS AVIATION LLC

The undersigned certifies that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

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06 MAY 22 AM 11:28

### ARTICLE I NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be WATKINS AVIATION LLC. The mailing address of the principal office of the limited liability company shall be P. O. Box 1355, Avon Park, FL 33826 and the street address of the principal office of the limited liability company shall be 531 East Lake Lotela Drive, Avon Park, Florida 33825; but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

### ARTICLE II PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

#### ARTICLE IV MANAGEMENT

This limited liability company shall be managed by one manager. The name and address of the person who shall serve until the first annual meeting of members is as follows:

Thomas S. Watkins  
P. O. Box 1355  
Avon Park, Florida 33826

#### ARTICLE V MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### ARTICLE VI CAPITAL CONTRIBUTIONS

Capital contributions shall be paid in cash to the limited liability company by the two members as follows:

Thomas S. Watkins	\$ 500.00
Debra M. Watkins	<u>500.00</u>
Total	\$1,000.00

ARTICLE VII  
PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to a distributive share of the profits specified as follows:

Thomas S. Watkins	50%
Debra M. Watkins	50%

The distributive share of the profits shall be determined and paid to the members on January 31st of each year.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business.

ARTICLE VIII  
DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IX  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 531 East Lake Lotela Drive, Avon Park, Florida 33825, and the name of the company's initial registered agent as that address is Thomas S. Watkins.

The undersigned, being an original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of WATKINS AVIATION. LLC.

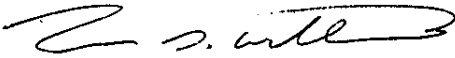
Executed by the undersigned at Avon Park, Florida, on this 15<sup>th</sup> day of May, 2006.

  
THOMAS S. WATKINS

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I HEREBY CERTIFY that I accept the appointment as Registered Agent of WATKINS AVIATION, LLC, and that I am familiar with, and accept the obligations of that position.

Signed on May 5<sup>th</sup>, 2006.

  
\_\_\_\_\_  
THOMAS S. WATKINS

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