

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L06000073271
FILED 8:00 AM
July 24, 2006
Sec. Of State
btadlock

Article I

The name of the Limited Liability Company is:

EMPIRE AVIATION, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

537 DELTONA BLVD
SUITE 201
DELTONA, FL. US 32725

The mailing address of the Limited Liability Company is:

537 DELTONA BLVD
SUITE 201
DELTONA, FL. US 32725

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

RICHARD E PROCTOR JR
537 DELTONA BLVD
SUITE 201
DELTONA, FL. 32725

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 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: RICHARD E. PROCTOR JR.

Article V

The name and address of managing members/managers are:

Title: MGRM
RICHARD E PROCTOR JR.
537 DELTONA BLVD., SUITE 201
DELTONA, FL. 32725 US

Title: MGRM
RICHARD W PROCTOR
537 DELTONA BLVD.
DELTONA, FL. 32725 US

Signature of member or an authorized representative of a member

Signature: RICHARD E. PROCTOR JR.

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