

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : ROETZEL & ANDRESS
Account Number : I20000000121
Phone : (239) 649-6200
Fax Number : (239) 261-3659

FLORIDA/FOREIGN LIMITED LIABILITY CO.

VIP Capital Air, LLC

Certificate of Status	1
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**ARTICLES OF ORGANIZATION
OF
VIP CAPITAL AIR, LLC**

The undersigned, desiring to form a limited liability company (the "Company") under Chapter 608 of the Florida Statutes (the "Act"), does hereby state the following:

ARTICLE I

Name

The name of the Company shall be VIP CAPITAL AIR, LLC.

ARTICLE II

Purpose

The Company is formed for any purpose or purposes for which a limited liability company may be formed pursuant to the Act.

ARTICLE III

Principal Place of Business

The initial mailing address and street address of the principal office of the Company shall be 4351 Gulf Shore Boulevard North, Residence 19N, Le Rivage, Naples, Florida 34103.

ARTICLE IV

Registered Office and Registered Agent

The name of the initial registered agent of the Company is R & A Agents, Inc., an Ohio corporation, and the street address of the initial registered agent, which shall be the registered office of the Company, is c/o G. Carson McEachern, Assistant Secretary, 850 Park Shore Drive, Third Floor, Naples, Florida 34103-3587.

ARTICLE V

Effective Date

The Company's effective date of existence shall be the date of filing of these Articles of Organization.

ARTICLE VI

Duration

The Company's duration shall be perpetual.

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ARTICLE VII

Management

The Company shall be managed by one or more managers and is, therefore, a managed Company. The initial manager and his address is as follows:

John F. Barlow
4351 Gulf Shore Boulevard North
Residence 19N, Le Rivage
Naples, Florida 34103

ARTICLE VIII

Amendment

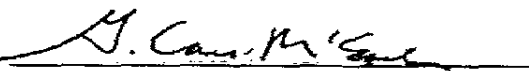
These Articles of Organization may be amended or repealed by the consent of a majority in interest of the members, or as may otherwise be provided by law.

ARTICLE IX

Termination of Existence


Upon the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that would otherwise normally terminate the continued membership of a member in the Company, the business of the Company may be continued by the consent of the remaining member or members.

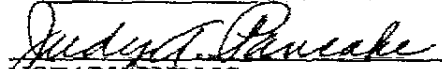
IN WITNESS WHEREOF, the undersigned, being the authorized representative of the Company hereinbefore named, for the purpose of forming a limited liability company under the Act has executed these Articles of Organization as of this 29 day of September, 2006.


G. Carson McEachern
Authorized Representative of the Members

STATE OF FLORIDA)
)ss.:
COUNTY OF COLLIER)

The foregoing instrument was acknowledged before me this 29 day of Sept, 2006, by G. Carson McEachern, as authorized representative of the members of the Company. He is (☒) personally known to me or () has produced _____ as identification.

NOTARY PUBLIC, STATE OF FLORIDA
 Judy A. Pancake
Commission # DD551448
My Comm. Expires: 05/27/2010


NOTARY PUBLIC
Name: Judy A. Pancake
(Type or Print)
My Commission Expires:

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I, G. Carson McEachern, Assistant Secretary of R & A Agents, Inc., an Ohio corporation, a company, have been designated to act as registered agent and to accept service of process for the above stated limited liability company at the place designated in the Articles of Organization, hereby, on behalf of such limited liability company, accept the appointment as registered agent and agree to act in this capacity. I further agree, on behalf of such limited liability company, to comply with the provisions of all statutes relating to the proper and complete performance of a registered agent's duties, and I am familiar with and accept the designations of the position as registered agent.

R & A Agents, Inc.

An Ohio corporation, a company, registered agent

By: G. Carson McEachern
G. Carson McEachern, Assistant Secretary

Date: 9/29/06

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