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J. BRYAN OCT 13 2006

Law Offices of
R. PATRICK PHILLIPS

Post Office Box 1153
Orlando, Florida 32802-1153
Telephone: (407) 425-7676
Facsimile: (407) 425-7679

R. PATRICK PHILLIPS
Board Certified
Aviation Law Attorney

200 N. Thornton Avenue
Orlando, Florida 32801

October 9, 2006

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: DES PLANE II, LLC

Dear Sir/Madam:

Please find enclosed the following documents:


1. Articles of Organization for DES PLANE II, LLC.
2. Certificate of Designation of Registered Agent/Registered Office
3. Check in the amount of \$155.00:

Filing fee \$100.00
Certified copy \$30.00
Registered Agent Designation \$25.00

For your convenience, I have enclosed a self-addressed, stamped envelope so you could forward, back to me, the certified copy of the Articles of Organization.

Thanking you in advance for your assistance in this matter.

Very truly yours,



Brenda Broadway, Assistant
to R. Patrick Phillips

bwb
enc.

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ARTICLES OF ORGANIZATION

OF

DES PLANE II, LLC

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The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608 (the "Act"), hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I – NAME

The name of the limited liability company shall be DES PLANE II, LLC, (hereinafter referred to as the "Company").

ARTICLE II – DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date as specified. The Company's existence shall be perpetual, unless the company is dissolved earlier as provided by law or in these Articles of Organization or in the Operating Agreement.

ARTICLE III – PURPOSE

The purpose for which the Company is organized is to engage in all lawful business and activities as permitted by the Act. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

ARTICLE IV – ADDRESS

The mailing address of the principal office of the company is Post Office Box 621758, Oviedo, Florida 32762-1758 and the street address is 110 East Broadway St., Oviedo, Florida 32765. The address may be changed from time to time as provided in the Operating Agreement.

ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the company in the State of Florida
DAVID L. EVANS, SR., 110 East Broadway Street, Oviedo, Florida 32765.

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ARTICLE VI - CAPITAL CONTRIBUTIONS

The member or members of the company shall contribute to the capital of the company either cash or properties as they may from time to time in their discretion determine or as otherwise set forth in the Operating Agreement.

ARTICLE VII - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members if more than one member.

ARTICLE VIII - ADMISSION OF NEW MEMBERS

The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then existing members, or as otherwise provided in the Operating Agreement.

ARTICLE IX - MANAGEMENT

The company shall be managed by the members in accordance with Operating Agreement adopted by the members for the management of the business and affairs of the company. The Operating Agreement may contain provisions for the regulation and management of the affairs of the company not inconsistent with law or these Articles of Organization. DAVID L. EVANS, SR., has full authority to execute the Articles of Organization and other documents necessary for the operation and management of the Company until otherwise designated or changed in the Operating Agreement. Any and all action by the Company shall require the vote of members holding a majority interest in the Company.

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ARTICLE X - INITIAL MEMBERS

The Company shall have one member initially. The number of members can be increased or diminished from time to time by the Operating Agreement, but shall never be less than one member. The names and addresses of the initial member of the company are:

DAVID L. EVANS, SR.
110 East Broadway St.
Oviedo, Florida 32765

ARTICLE XI - INDEMNIFICATION

Except as expressly provided in the Operating Agreement the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

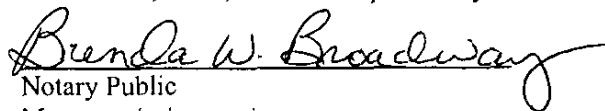
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Orlando, Florida on October 5th, 2006.

By: 

DAVID L. EVANS, SR.
Member Manager

STATE OF FLORIDA
COUNTY OF ORANGE

Sworn to and subscribed before me this 5th day of October, 2006, by **DAVID L. EVANS, SR.**, who is known to me to be the Member Manager of **DES PLANE II, LLC**, and who is personally known to me.


Notary Public

My commission expires:

My commission number is:



Brenda W. Broadway
Commission # DD505342
Expires November 16, 2006
Banded Tray Fam - Insurance, Inc. 800-385-7019

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

DES PLANE II, LLC

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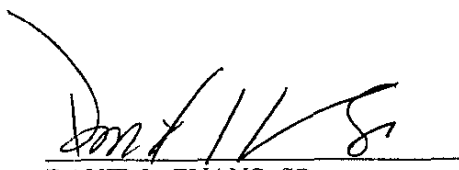
Under the provisions of Florida Statutes 608.407 or 608.415, DES PLANE II, LLC, submits the following statement to designate a registered office and registered agent in the State of Florida:

1. The name of the limited liability company is DES PLANE II, LLC.
2. The name and street address of the registered agent in Florida is:

**DAVID L. EVANS, SR.
110 East Broadway St.
Oviedo, Florida 32765**

The undersigned, being the person named in the Articles of Organization of DES PLANE II, LLC, as the Registered Agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated hereinabove and in the Articles of Organization, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of the Registered Agent.

Dated this 5th day of October, 2006.


DAVID L. EVANS, SR.