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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Aircrew of Jacksonville, LLC

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Florida Dept of State



October 11, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

TODD WATSON

SUBJECT: AIRCREW OF JACKSONVILLE, LLC
REF: W06000044593

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Chapter 608, Florida Statutes, does not allow limited liability companies to issue shares or stock. Consequently, limited liability company documents cannot contain any references/terms which may implicate otherwise. Please delete any references to terms such as "shares," "stock," "stockholders," "shareholders" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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P.O BOX 6327 - Tallahassee, Florida 32314

ARTICLES OF ORGANIZATION
OF
AIRCREW OF JACKSONVILLE, LLC

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Act, does hereby adopt the following Articles of Organization.

ARTICLE 1.0

The name of the Limited Liability Company shall be "AirCrew of Jacksonville, LLC."

ARTICLE 2.0

The duration of the Limited Liability Company is perpetual.

ARTICLE 3.0

The primary purpose for which the Limited Liability Company is organized is to operate a business that sells and repairs commercial and residential heating and air conditioning systems. The company may also engage in any legal business or investment activity as the Members may from time to time determine.

ARTICLE 4.0

The location of the principal place of business of the Limited Liability Company shall be 2346 Chartley Lane South, Jacksonville, FL 32246 and the mailing address of the Limited Liability Company is PO Box 17834, Jacksonville, FL 32246.

ARTICLE 5.0

The admission of new Members or transfer of any Interests in the Company shall be subject to the supermajority approval of the existing Members of the Limited Liability Company. Supermajority shall be defined as fifty four percent (54%) of the voting units.

ARTICLE 6.0

The Limited Liability Company shall be managed by its Members and the initial Managing Members are as follows:

George Stevenson Wright III, 2346 Chartley Lane South, Jacksonville, FL 32246
Brian Ladd Kerr, 2346 Chartley Lane South, Jacksonville, FL 32246
Karin Michelle Wright, 2346 Chartley Lane South, Jacksonville, FL 32246

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ARTICLE 7.0

The Company is authorized to issue One Hundred Thousand (100,000) interests. Such interests shall be of a single class and have a par value of \$10.00 per unit.

ARTICLE 8.0

A Member may withdraw ownership interest in the Company and receive a distribution of its interest in the company only upon the supermajority vote of the Members of the Company, with each member voting in accordance with the percentage of Company interest owned by the Member. Furthermore, a Member's interest in the Company shall not be terminated in the event the Member makes an assignment for the benefit of creditors, files a voluntary petition of bankruptcy; or any of the other events stated in Florida Statutes §608.4237, as amended, unless the termination is approved by the affirmative supermajority vote of the Members of the Company, as provided in this Article.

ARTICLE 9.0

Except for distributions made for federal income tax purposes, the Company may make distributions to its Members only upon the supermajority approval.

ARTICLE 10.0

Unless expressly prohibited by Florida law, the Company shall indemnify and hold harmless any Member or Manager from and against any and all claims and demands against such person whatsoever which relate in any manner to or arise from the activities of the Company or assets owned by the Company.

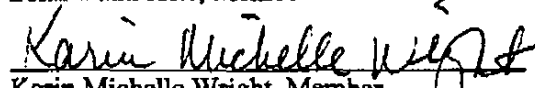
EXECUTION

Under penalties of perjury, the undersigned, George Stevenson Wright III, Brian Ladd Kerr and Karin Michelle Wright, the Members of the Company, having been duly authorized, declares that they have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Dated this 25th day of October, 2006.


George Stevenson Wright III, Member


Brian Ladd Kerr, Member


Karin Michelle Wright, Member

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

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits that following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the Limited Liability Company is AirCrew of Jacksonville, LLC.
2. The name and the Florida street address of the registered agent are: Todd Watson, Attorney at Law, 7785 Baymeadows Way, Suite 107, Jacksonville, Florida, 32256.

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

Dated: October 26th, 2006

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