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SECTIFIARY OF STATE

Examiner's Initials

FOR SPIRIT OF FLIGHT, LLC, A Florida Limited Liability Company

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, Florida Statutes, the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such Company:

ARTICLE I Name

The name of this Company shall be SPIRIT OF FLIGHT, LLC.

ARTICLE II Duration

The term of existence of the Company shall commence upon the filing of these Articles of Organization and shall be perpetual.

ARTICLE III Street and Mailing Address

The street address of the principal office of this Company is 336 Magnolia Avenue, S.W., Winter Haven, Florida 33880. The mailing address of the principal office of this Company is Post Office Box 1, Winter Haven, Florida 33882.

ARTICLE IV Registered Agent and Office

The name and street address of the initial registered agent of this Company is as follows: Richard S. Hart, 336 Magnolia Avenue, S.W., Winter Haven, Florida 33880.

ARTICLE V Admission of Additional Members; Terms and Conditions of such Admissions

Additional Members may be admitted upon consent of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of this Company.

ARTICLE VI Right to Continue Business

If, but for the exercise of the right to continue the Company's business, as specified below, the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company, shall cause the dissolution of the Company, then the business of the Company shall continue (without dissolution) if elected in writing within ninety (90) days of the occurrence of such event by any remaining Member.

ARTICLE VII Management by Members

The Company will be managed by its Member(s). The name and address of the sole initial Member of the Company are Richard S. Hart, Post Office Box 1, Winter Haven, Florida 33882.

ARTICLE VIII Operating Agreement of Company

The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Members.

ARTICLE IX Informal Action of Members

Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting and filed with the Company as part of its records.

ARTICLE X Transferability of Member's Interest

An interest of a Member of this Company may be transferred or assigned only to such extent and in the manner provided in the Operating Agreement.

IN WITNESS WHEREOF, the undersigned has hereunto set their hands this day of November, 2007.

RICHARD S. HART

STATE OF FLORIDA COUNTY OF POLK

The foregoing instrument was acknowledged before me this ______day of November, 2007, by RICHARD S. HART, who [L] is personally known to me or [] produced as identification.

(SEAL)

Print Name of Notary

My Commission Expires:

Jackie S. Hoverkamp
Commission # DD367891
Expires November 19, 2008

STATEMENT OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above-stated limited liability company, 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 as provided in Chapter 608, Florida Statutes.

RICHARD S. HART

Commission # DD367891 Expires November 19, 2008

STATE OF FLORIDA COUNTY OF POLK

The foregoing instrument was acknowledged before me this day of November, 2007, by RICHARD S. HART, who [I is personally known to me or [] produced ______ as identification.

(SEAL)

Print Name of Notary

My Commission Expires: