

AUG/27/2010 FRI 12:03 PM  
Division of Corporations

L10000090437

001

8/27/10 11:45 AM

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H10000192162 3)))



H100001921623ABCW

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850)617-6383

From:

Account Name : STEWART B LAPAYOWKER PA  
Account Number : I20080000091  
Phone : (954)202-9600  
Fax Number : (954)202-9601

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: ipena@mbfhp.com

FLORIDA LIMITED LIABILITY CO.  
MBF HELICOPTER LEASING, LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

RECEIVED  
10 AUG 27 PM 12:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
10 AUG 27 AM 7:38  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing Menu

Help

T. HAMPTON

EXAMINER

((H10000192162 3)))

**ARTICLES OF ORGANIZATION  
of  
MBF HELICOPTER LEASING, LLC  
(A Florida Limited Liability Company)**

**ARTICLE I  
NAME**

The name of the Limited Liability Company (the "Company") is MBF Helicopter Leasing, LLC.

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal office of the Company is 121 Alhambra Plaza, Suite 1100, Coral Gables, Florida 33134.

**ARTICLE III  
DURATION**

The period of duration for the Company shall begin on the date of filing these Articles of Organization with the Florida Secretary of State and shall have a perpetual existence and duration, until terminated in accordance with applicable law.

**ARTICLE IV  
MANAGEMENT**

The Company is to be managed by one or more managers and is, therefore, a manager-managed company.

**ARTICLE V  
MEMBERS' RIGHTS TO CONTINUE BUSINESS**

The remaining members of the limited liability company may, pursuant to the vote of members possessing a majority of membership interests in the limited liability company, continue the business on 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.

((H10000192162 3)))

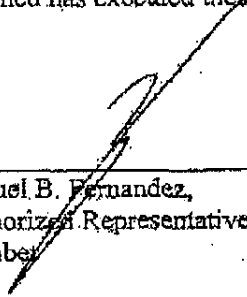
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 AUG 27 AM 7:35

((H10000192162 3)))

**ARTICLE VI**  
**INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the Limited Liability Company's initial registered agent is Miguel B. Fernandez, 121 Alhambra Plaza, Suite 1100, Coral Gables, Florida 33134.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 21<sup>st</sup> day of August, 2010.

  
\_\_\_\_\_  
Miguel B. Fernandez,  
Authorized Representative of a  
member

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 AUG 27 AM 7:08

((H10000192162 3)))

((H10000192162 3)))

**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of **MBF Helicopter Leasing, LLC**, a Florida Limited Liability Company (the "Company"), in the Company's Articles of Organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's Articles of Organization, the undersigned 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 its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 26<sup>th</sup> day of August, 2010.

  
\_\_\_\_\_  
Miguel B. Fernandez

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 AUG 27 AM 7:37

((H10000192162 3)))