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EXAMINER

CAPITAL CONNECTION, INC. •

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Britt Worldwide Helicopter, LLC

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ARTICLES OF ORGANIZATION
OF
BRITT WORLDWIDE HELICOPTER, LLC

Pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes (2009), as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

ARTICLE I: NAME

The name of this limited liability company (the "Company") shall be BRITT WORLDWIDE HELICOPTER, LLC.

ARTICLE II: ADDRESS

The mailing address and the street address of the principal office of this company shall be 19 Roscoe Boulevard South, Ponte Vedra Beach, FL 32082.

ARTICLE III: REGISTERED AGENT

The initial registered office of this company shall be 230 Canal Blvd., Suite 4, Ponte Vedra Beach, FL 32082, and its initial registered agent at such office shall be Baron L. Bartlett.

ARTICLE IV: MANAGEMENT OF THE COMPANY

This company will be a manager-managed company managed by one of its members in accordance with and subject to the requirements of the Act and the operating agreement of this Company.

IN WITNESS WHEREOF, the undersigned, being the Managing Member and Co-Managing Member of this company, have executed these Articles of Organization on behalf of this company in accordance with §608.407(4) of the Act.

Dated: October 1th, 2010

BRITT WORLDWIDE HELICOPTER, LLC, a
Florida limited liability company

By: [Signature]
Bill Britt, Managing Member

By: [Signature]
Peggy Britt, Co-Managing Member

STATE OF FLORIDA
COUNTY OF ST. JOHNS

BEFORE ME, the undersigned authority, personally appeared Bill Britt, as Managing Member of Britt Worldwide Helicopter, LLC, a Florida limited liability company, personally known to me and who executed the foregoing Articles of Organization and acknowledged to me that he executed said Articles freely and voluntarily and for the purposes expressed therein.

WITNESS my hand and seal this 1th day of October, 2010.

[Signature]
NOTARY PUBLIC

STATE OF FLORIDA
COUNTY OF ST. JOHNS

JULIAN LUSCHEN
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD666991
EXPIRES 4/28/2011
BONDED THRU 1-688-NOTARY1

BEFORE ME, the undersigned authority, personally appeared Peggy Britt, as Co-Managing Member of Britt Worldwide Helicopter, LLC, a Florida limited liability company, personally known to me and who executed the foregoing Articles of Organization and acknowledged to me that he executed said Articles freely and voluntarily and for the purposes expressed therein.

WITNESS my hand and seal this 1th day of October, 2010.

[Signature]
NOTARY PUBLIC


JULIAN LUSCHEN
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # DD666991
EXPIRES 4/28/2011
BONDED THRU 1-688-NOTARY1

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND
REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes (2009), as amended from time to time (the "Act"), the following is submitted:

Britt Worldwide Helicopter, LLC, desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates Baron L. Bartlett, as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 230 Canal Blvd., Suite 4, Ponte Vedra Beach, FL 32082.

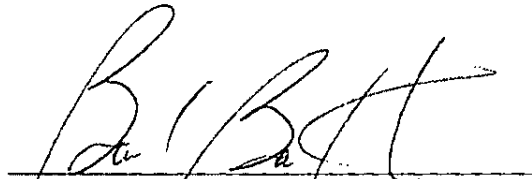
DATED this 7th day of October, 2010.



Baron L. Bartlett

Having been named to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to 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 company in complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 7th day of October, 2010.



Baron L. Bartlett