

Division of Corporations

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**FLORIDA LIMITED LIABILITY CO.
Winter Park Helicopters, LLC**

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July 26, 2011

FLORIDA DEPARTMENT OF STATE
Division of Corporations

THE LEE LAW FIRM, P.L.

SUBJECT: WINTER PARK HELICOPTERS, LLC
REF: W11000039027

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
WINTER PARK HELICOPTERS, LLC

The undersigned authorized representative, acting pursuant to the provisions of the Florida Limited Liability Company Act ("FLICA"), hereby forms a limited liability company in accordance with the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

ARTICLE I - NAME OF LIMITED LIABILITY COMPANY

The name of this limited liability company is WINTER PARK HELICOPTERS, LLC (the "Company").

ARTICLE II - MAILING ADDRESS AND STREET
ADDRESS OF PRINCIPAL OFFICE OF LIMITED LIABILITY COMPANY

The initial mailing address of the Company is 1246 Via Estrella, Winter Park, Florida 32789. The initial street address of the principal office of the limited liability company is 1246 Via Estrella, Winter Park, Florida 32789.

ARTICLE III - PERIOD OF DURATION

Subject to the provisions contained in the FLICA, the Company shall exist perpetually, commencing at the date and time of filing of these Articles of Organization, as evidenced by the Florida Department of State's date and time endorsement.

ARTICLE IV - NAME AND STREET ADDRESS OF
INITIAL REGISTERED AGENT

The name of the initial registered agent of this Company is Diaz, Reus & Targ, LLP. The street address of the initial registered agent is 121 South Orange Avenue, Suite 1270, Orlando, Florida, 32801.

ARTICLE V - MANAGEMENT

The Company is managed by Managers, as appointed by the Company. The name and address of the initial Manager of the Company is as follows:

Name
Bradley Goodhand Clark

Address
1246 Via Estrella
Winter Park, Florida 32789

ARTICLE VI - PURPOSE

The Company is organized for the purpose of transacting any or all lawful business for which limited liability companies may be organized under the provisions contained in the FLICA, Chapter 608, Florida Statutes.

Dated: July 25, 2011

By: Bradley Goodhand Clark
Bradley Goodhand Clark, Authorized
Representative of Member

H110001885963

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

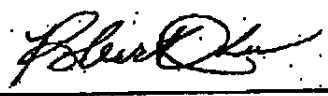
Pursuant to the provisions of Florida Statutes Section 608.415, WINTER PARK HELICOPTERS, LLC submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the Company is WINTER PARK HELICOPTERS, LLC.
2. The name and address of the registered agent and office is: Diaz, Reus & Targ, LLP, 121 South Orange Avenue, Suite 1270, Orlando, Florida 32801.

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, the undersigned, by and through its duly appointed representative, hereby 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 is familiar with and accepts the obligations of the position as registered agent.

Dated: July 25, 2011

Diaz, Reus & Targ, LLP

By: 

Robert Q. Lee, Partner

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