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Green Schoenfeld & Kyle

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Division of Corporations

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FLORIDA LIMITED LIABILITY CO.
SouthernSkies Aircraft N796CD, LLC

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SECRETARY OF STATE
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Articles of Organization
of
SouthernSkies Aircraft N796CD, LLC
A Florida Limited Liability Company

1. **Name.** The name of this limited liability company is SouthernSkies Aircraft N796CD, LLC (the "Company"), and it shall be formed as a Florida limited liability company under Chapter 608, Florida Statutes.

2. **Duration.** The Company shall exist from the date of filing of these Articles of Organization with the Florida Secretary of State, and the Company's existence shall be perpetual.

3. **Purpose.** The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of the State of Florida.

4. **Place of Business.** The mailing address and street address of the Company's principal office is 2634 SE 19th Avenue, Cape Coral, Florida 33908.

5. **Registered Agent and Office.** The name of the initial registered agent of the Company is Bruce D. Green. The street address of the initial registered agent of the Company is 1380 Royal Palm Square Boulevard, Fort Myers, Florida 33919.

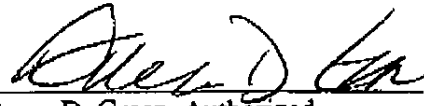
6. **Management of the Company.** The Company shall be managed by a manager or managers and is, therefore, a manager-managed company. Weston R. Edwards, Jr. shall serve as the initial Manager of the company.

7. **Operating Agreement.** The members shall have the power to adopt, alter, amend, or repeal an Operating Agreement for the Company containing provisions for the regulation and management of the affairs of the Company.

8. **Voting.** The Company is authorized to issue membership units with voting rights and membership units without voting rights.

9. **Certificated Interests.** The members' interests in the Company may be evidenced by certificates.

The undersigned executed these Articles of Organization effective as of August 25, 2011. In accordance with Section 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Bruce D. Green, Authorized
Representative

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Acceptance by Registered Agent

Having been named Registered Agent and designated to accept service of process for SouthernSkies Aircraft N796CD, LLC, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Bruce D. Green, Registered Agent

Dated: August 25, 2011

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