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MARK B GOLDSTEIN TITLE 1

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FLORIDA LIMITED LIABILITY CO.
GT AERO HOLDINGS, LLC

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**ARTICLES OF ORGANIZATION
OF
GT AERO HOLDINGS, LLC
(a Florida Limited Liability Company)**

FILED
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**ARTICLE I
NAME**

The name of the Limited Liability Company (the "Company") is GT AERO HOLDINGS, LLC.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company is 1200 WEST CYPRESS CREEK ROAD, FORT LAUDERDALE, FL 33309.

**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 manager and is, therefore, a manager-managed company. The initial Managers are:

TOM MCMANUS
1200 WEST CYPRESS CREEK ROAD
FORT LAUDERDALE, FL 33309.

ALFRED THOMAS
1200 WEST CYPRESS CREEK ROAD
FORT LAUDERDALE, FL 33309.

Prepared By: Mark B. Goldstein, Esq.
2700 N. Military Trail, Ste 130
Boca Raton, FL 33431

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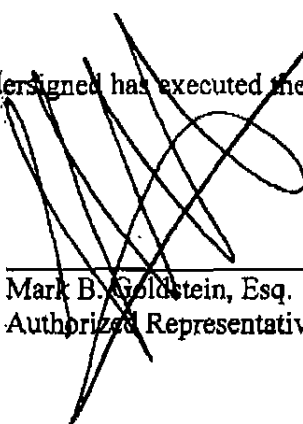
ARTICLE V
MEMBERS' RIGHTS TO CONTINUE BUSINESS

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.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Limited Liability Company's initial registered agent is Mark B. Goldstein, P.A., 2700 North Military Trail, Suite 130, Boca Raton, Florida 33431.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 5th day of February, 2013.



Mark B. Goldstein, Esq.
Authorized Representative of a member

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**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 GT AERO HOLDINGS, 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 5th day of February, 2013.


MARK B. GOLDSTEIN, P.A.

By: _____
Mark B. Goldstein, Esq.