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1. Fortune Aviation Holdings, LLC
(CORPORATE NAME AND DOCUMENT #)

2. _____
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3. _____
(CORPORATE NAME AND DOCUMENT #)

4. _____
(CORPORATE NAME AND DOCUMENT #)

5. _____
(CORPORATE NAME AND DOCUMENT #)

6. _____
(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

ARTICLES OF ORGANIZATION
OF
FORTUNE AVIATION HOLDINGS, LLC

The undersigned hereby certifies that the following Articles of Organization are hereby adopted for the purpose of becoming a Limited Liability Company under Florida Statutes Chapters 608, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

ARTICLE I.
NAME

The name of the Limited Liability Company shall be FORTUNE AVIATION HOLDINGS, LLC.

ARTICLE II.
DURATION; EFFECTIVE DATE

This Limited Liability Company shall exist perpetually, commencing as of the date on which these Articles of Organization are filed with the State of Florida Department of State.

ARTICLE III.
PRINCIPAL OFFICE

The mailing address and the street address of the principal office of this Limited Liability Company is 175 1st Street South, #2707, St. Petersburg, Florida 33701.

ARTICLE IV.
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Limited Liability Company is 175 1st Street South, #2707, St. Petersburg, Florida 33701 and the name of its initial registered agent at such address is Jeffrey L. Fortune.

ARTICLE V.
PURPOSE

This Limited Liability Company may engage in any activity or business permitted under the laws of the United States of America and of this State.

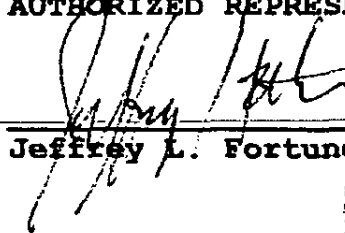
**ARTICLE VI.
MANAGEMENT**

The Limited Liability Company is a member-managed company. Management of the Limited Liability Company is reserved to its Member in accordance with the Operating Agreement of this Limited Liability Company.

The undersigned, being the Authorized Representative of the sole Member of the Limited Liability Company, hereby certifies that the foregoing constitutes the Articles of Organization of FORTUNE AVIATION HOLDINGS, LLC.

Executed by the undersigned on February 19, 2013.

AUTHORIZED REPRESENTATIVE:

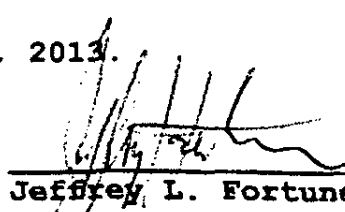


Jeffrey L. Fortune

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
ACKNOWLEDGMENT OF REGISTERED AGENT**

Pursuant to Section 608.415, Florida Statutes, I agree to act in the capacity of Registered Agent for FORTUNE AVIATION HOLDINGS, LLC and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of Section 608.415, Florida Statutes.

DATED this 19 day of February, 2013.



Jeffrey L. Fortune