

Dec. 20, 2013 12:23 AM  
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Florida Department of State  
Division of Corporations  
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From:

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FLORIDA LIMITED LIABILITY CO.

Black Diamond Aviation, LLC

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

December 17, 2013

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Use of Corporate Name

Dear Sir or Madam:

Black Diamond Aviation, Inc., a Delaware corporation registered to do business in Florida (Document #F03000003198), consents to the use of the name "Black Diamond Aviation, LLC" for a limited liability company to be formed in Florida. The two entities have the same principal and mailing address and registered agent.

Thank you for your assistance in this matter.

Sincerely,

BLACK DIAMOND AVIATION, INC.



Scott Atwood, Vice President

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#721856

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Drosdick  
Doster &  
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Reed, P.A.**

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TEL.: 407-329-4600 / FAX.: 407-843-4444  
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**From:**

Name: Andre, Gail  
Fax Number: 407-843-4444

**To:**

Name: DIVISION OF  
CORPORATIONS  
Company:  
Fax Number: 1-850-617-6383

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**Subject**

**Comments**

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*Thank you.*

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
BLACK DIAMOND AVIATION, LLC**

The undersigned hereby organizes a limited liability company under the provisions of the Florida Limited Liability Company Act (the "Act"), and pursuant to the following Articles of Organization:

**ARTICLE 1**

**Name**

The name of this limited liability company is Black Diamond Aviation, LLC (hereafter, the "Company").

**ARTICLE 2**

**Powers**

This Company shall have the same powers as an individual to do all things necessary to carry out its business and affairs, including, without limitation, the power to:

- (a) sue and be sued, and defend, in its name;
- (b) purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property, or any legal or equitable interest in property, wherever located;
- (c) sell, convey, mortgage, grant a security interest in, lease, exchange, and otherwise encumber or dispose of all or any part of its property;
- (d) purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, grant a security interest in, or otherwise dispose of and deal in and with, shares or other interests in or obligations of any other entity;
- (e) make contracts or guarantees, or incur liabilities; borrow money; issue its notes, bonds, or other obligations, which may be convertible into or include the option to purchase other securities of the Company; or make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock

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of which is owned, directly or indirectly, by the Company; a corporation which owns, directly or indirectly, a majority of the outstanding membership interests of the Company; or a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by a corporation which owns, directly in indirectly, the majority of the outstanding membership interests of the Company, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the Company; or make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the Company;

- (f) lend money, invest or reinvest its funds, and receive and hold real or personal property as security for repayment;
- (g) conduct its business, locate offices, and exercise the powers granted by the Act within or without the state of Florida;
- (h) select managers and appoint officers, directors, employees, and agents of the Company, define their duties, fix their compensation, and lend them money and credit;
- (i) make donations for the public welfare or for charitable, scientific, or educational purposes;
- (j) pay pensions and establish pension plans, pension trust, profit-sharing plans, bonus plans, option plans, and benefit or incentive plans for any or all of its current or former managers, members officers, agents, and employees;
- (k) be a promoter, incorporator, shareholder, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity; and
- (l) make payments or donations or do any other act not inconsistent with law that furthers the business of the Company.

### ARTICLE 3

#### Effective Date

This Company shall have perpetual existence, commencing on the date that these Articles of Organization are filed with the Florida Department of State.

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ARTICLE 4

Mailing Address and Principal Office

The street address of the principal office of the Company is 101 E. Kennedy Boulevard, Suite 2100, Tampa, Florida 33602, and the mailing address is P.O. Box 172117, Tampa, Florida 33672.

ARTICLE 5

Initial Registered Office and Agent

The street address of the initial registered office of this Company is 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of this Company at that address is Corporation Service Company.

ARTICLE 6

Management of the Company

The Company is to be managed by one or more managers and is, therefore, a manager-managed company.

ARTICLE 7

Indemnification

The Company shall indemnify its managers and members to the fullest extent authorized by law.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned authorized representative of the member has  
executed these Articles of Organization this 20th day of December, 2013.



SCOTT ATWOOD, Authorized Representative

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE OF  
BLACK DIAMOND AVIATION, LLC**

Pursuant to the provisions of Section 608.415 of the Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is: Black Diamond Aviation, LLC.
2. The name and address of the registered agent and office is:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

*The undersigned, having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 accept the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.*

Dated: December 20, 2013.

CORPORATION SERVICE COMPANY

By: Melissa G. Kozlowski  
Name: Melissa G. Kozlowski  
Title: Assistant Vice President