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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Brookline Aviation Development, LLC
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS

- ☐ Profit
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☒ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

**ARTICLES OF ORGANIZATION
OF
BROOKLINE AVIATION DEVELOPMENT, LLC**

The undersigned, pursuant to the provisions of Chapter 605 of the *Florida Statutes* for the purpose of forming a Limited Liability Company under the laws of the State of Florida, does hereby set forth the following:

1. **Name.** The name of the Limited Liability Company is Brookline Aviation Development, LLC (the "LLC").
2. **Purpose.** The purpose for which the LLC is organized is to engage in any activities permitted by law.
3. **Address of Place of Business.** The mailing and street address of the principal place of business in Florida for the LLC is 14004 Roosevelt Boulevard, Suite 601(c), Clearwater, Florida 33762.
4. **Registered Agent.** The name and address of the initial registered agent in Florida for the LLC is William B. Yeomans, Jr., 14004 Roosevelt Boulevard, Suite 601(c), Clearwater, Florida 33762.

Having been named registered agent and designated to accept service of process for the LLC at the place designed in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605 of the *Florida Statutes*.

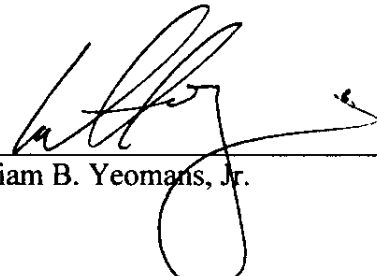


William B. Yeomans, Jr.

5. **Management.** The LLC shall be manager managed. The name and address of the initial manager of the LLC is William B. Yeomans, Jr., 14004 Roosevelt Boulevard, Suite 601(c), Clearwater, Florida 33762.

6. **Indemnification.** The LLC shall indemnify its managers, officers, employees, and agents to the fullest extent permitted by Florida law.

Executed on the 14th day of November, 2014.



William B. Yeomans, Jr.

14 NOV 14 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA