L9500000201

ATTORNEYS AT LAW TELEPHONE (813) 353-1040 TELECOPIER (813) 353-5191

HAMER C. STRWART, JR.* SUSAN J. STORTER *ALMO ADMITTAD OF GROWING SUITS 106, PINE PLAZA 1725 COUNTY ROAD 951 GOLDEN GATE, FLORIDA 33999

March 9, 1995

DIVISION OF CORPORATIONS Florida Department of State Post Office Box 6327 Tallahassee, Florida 32314

RE: SCOFIELD LEASING COMPANY, L.C.,

a Florida limited liability company

90.000001 429279 -03/14/95--0106--003 -+++337,50

Dear Sir or Madam:

Enclosed herein please find articles of organization for the above referenced limited liability company. Also enclosed is my client's check in the amount of \$337.50 to cover the cost of filing and the cost of a certified copy of the filed articles.

Please also note that existence of the limited liability company commences March 9, 1995.

Please file the foregoing articles and send a certified copy of the filed articles to me at the above address. I appreciate your assistance in this matter.

Sincerely,

James C. Stewart, Jr.

cc: Mr. Michael K. Seofield

LDICK 9, 1995

ARTICLES OF ORGANIZATION

OF

SCOFIELD LEASING COMPANY, L.C.,

a Florida limited liability company

THE UNDERSIGNED, being one of the members of a Florida limited liability company to be formed under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes Annotated (1992 & Supp. 1995), hereby adopts the following Articles of Organization:

FIRST: The name of the limited liability company (the "Company") is:

SCOFIELD LEASING COMPANY, L.C., a Florida limited liability company

SECOND: The duration of the Company shall continue until March 9, 2025.

THIRD: The principal office or mailing address of the Company is:

SCOFIELD LEASING COMPANY, L.C. c/o Half Circle L Ranch Suite A 3584 Exchange Avenue Naples, Florida 33942

FOURTH: The street address of the initial registered office of the Company is:

STEWART & STORTER, ATTORNEYS AT LAW
Suite 106, Pine Plaza
1725 County Road 951
Golden Gate, Florida 33999

and the name of the Company's initial registered agent at such address is:

JAMES C. STEWART, JR.

FIFTH: No person shall be admitted as a member of the Company unless each member consents in writing to the admission of the additional member.

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SIXTH: The remaining members of the Company may continue the business of the Company notwithstanding the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurance of any other event that terminates the continued membership of any member of the Company.

SEVENTH: The management of the Company shall be vested in the members of the Company in proportion to their contributions to the capital of the Company, as adjusted from time-to-time to properly reflect any additional contributions or withdrawals by members of the Company.

EIGHTH: No debt shall be contracted and no contractual liability incurred by the Company or on behalf of the Company, except by the action of the members of the Company in which a majority of the members' contributions to the capital of the Company, as adjusted from time-to-time to properly reflect any additional contributions or withdrawals by members of the Company, shall vote in the affirmative. Notwithstanding the foregoing, the Company may, from time-to-time, designate one or more of the Company's members to execute and deliver contracts, agreements, memoranda, and other writings evidencing debts of the Company or contractual liabilities of the Company without the necessity of execution by any of the other members of the Company.

NINETH: The names and addresses of the members of the Company are as follows:

DANE T. SCOFIELD	MICHAEL K. SCOFIELD	MILES L. SCOFIELD
e/o Half Circle L Ranch	c/o Half Cicle L Ranch	c/o Half Circle L Ranch
Suite A	Suite A	Suite A
3584 Exchange Avenue	3584 Exchange Avenue	3584 Exchange Avenue
Naples, Florida 33942	Naples, Florida 33942	Naples, Florida 33942
SUZANN SCOFIELD	MILES B. SCOFIELD	DOROTHY SCOFIELD
c/o Half Circle L Ranch	e/o Half Ciele L Ranch	c/o Half Circle L Ranch
Suite A	Suite A	Suite A
3584 Exchange Avenue	3584 Exchange Avenue	3584 Exchange Avenue
Naples, Florida 33942	Naples, Florida 33942	Naples, Florida 33942

LYNNA G. SCOFIELD c/o Half Circle L Ranch Suite A 3584 Exchange Avenue Naples, Florida 33942

TENTH: The corporate existence of the Company shall commence on March 44.

IN WITNESS WHEREOF, the undersigned, being one of the members of the Company, for the purpose of forming a Florida limited liability company under the Florida Limited

Liability Company Act, Chapter 608, Florida Statutes Annotated (1992 & Supp. 1995), has executed these Articles of Incorporation, this Head and March, 1995.

MICHAEL K. SCOFIELD

I, JAMES C. STEWART, JR., having been designated to act as registered agent, hereby agree to act in such capacity.

AMES C. STEWART, JR.

AFFIDAVIT OF MEMBER

OF

SCOFIELD LEASING COMPANY, L.C.,

a Florida limited liability company

STATE OF FLORIDA

COUNTY OF COLLIER

BEFORE ME, the undersigned authority personally appeared, MILES B. SCOFIELD ("Affiant"), with whom I am personally acquainted that who did take an oath, and who, after being duly sworn by me, deposes and says as follows:

- 1. Afflant is over the age of 18 years and is competent to testify.
- 2. The statements contained in this affidavit are made on Affiant's personal knowledge and information and are true, correct, and complete in every respect.
- 3. This affidavit is given in compliance with Section 608.407(2) of the Florida Statutes Annotated (Supp. 1995), in connection with the filing of Articles of Organization of SCOFIELD LEASING COMPANY, L.C., a Florida limited liability company (the "Company") with the Florida Department of State.
 - The Company has at least two members.
- 5. The members shall contribute an airplane the agreed value of which is \$17,500.00 to the Company.

FURTHER AFFIANT SAYETH NAUGHT

"Affiant"

Miles B. Swheld

MILES B. SCOFFELD

SWORN TO and subscribed before me, this 14 day of March, 1995.

My commission expires: 2 7 1 1/2

OFFICIAL Cheteline Gazanne Carrow My Commission Expires Fob. 17, 1997 Christian Garanna Carroll Feb. 17, 1997 Comm. No. CC 260254

NOTARY PUBLIC -- STATE OF FLORIDA AT LARGE

Please print notary's name below:

Please print notary's commission number, if any, below:

JAMES C. STEWART, JIL. SUSAN J. STORTER AROHOBIL BLUETINGE OBJA

Attorneys At Law (041) 060/10/10 FAX (941) 860-6191

E-Mail: - darriwate/70@coenig.orin.com

Sumr. 101 2121 COUNTY ROAD 951 GOLDEN CATE, FLORIDA 88999

November 15, 1995

DIVISION OF CORPORATIONS Florida Department of State Post Office Box 6327 Tallahassee, Florida 32314

FEB 1 4 1996 SH

Re:

SCOFIELD LEASING COMPANY, L.C.

Dear Sir or Madam:

Enclosed herein please find Certificate of Amendment To Articles of Organization for the above referenced corporation. Also enclosed is a check drawn on Half Circle L Ranch in the amount of \$122.50 to cover the cost of filing and the cost of a certified copy of the files articles.

Please also note that Corporate Amendment to the Articles of Organization commences on October 13, 1995.

Please file the foregoing articles and send a certified copy of at the above address. I appreciate your assistance in this matter.

Sincerely,

Ames C. Stewart, Jr.

Value 1. Please file the foregoing articles and send a certified copy of the filed articles to

95 NOY 20 AH 8: 40

cc:

Mr. Michael K. Scofield



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 29, 1995

James C. Stewart, Jr. Stewart & Storter 2121 County Road 951, Suite 101 Goldon Gate, FL 33999

SUBJECT: SCOFIELD LEASING COMPANY, L.C.

Ref. Number: L95000000201

We have received your document for SCOFIELD LEASING COMPANY, L.C. and check(s) totaling \$122.50. However, your check(s) and document are being returned for the following:

Please list the date of filing of the articles of organization for the company. You can add the statement to your amendment form or you can complete the blank limited liability amendment form that I am enclosing for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filling will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Letter Number: 295A00052064

Steven Harris Corporate Specialist STEWART & STORTER ATTORNEYS AT LAW

(941) 858-1040 FAX (941) 858-5191

15-Ман. — дивтимает 7060 оснивления сом

SUITE 101 2121 COUNTY ROAD 951 GOLDEN GATE, FLORIDA 33999

February 6, 1996

DIVISION OF CORPORATIONS
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32313

RE: SCOFIELD LEASING COMPANY, L.C.

Dear Sir or Madam:

James C. Stewart, Jr.*

SUSAN J. STORTER

ALBO ADMITTED IN GEORGIA

Enclosed please find a Certificate of Amendment to Articles of Organization of Scofield Leasing Company, L.C., a Florida limited liability company. Also please find our client's check payable to the Florida Department of State in the amount of \$122.50 to cover the cost of filing and the cost of a certified copy of of the filed articles.

Please file the enclosed Certificate of Amendment and return a certified copy of the same to me. I appreciate your assistance in this matter.

Sincerely,

James C. Stewart, Jr.

PARTIONS

DIVISION OF CORPORATIONS

CERTIFICATE OF AMENDMENT TO

ARTICLES OF ORGANIZATION

OF

SCOFIELD LEASING COMPANY, L.C.

a Florida Umited flability company

Parsuant to Section 608.411 of the Florida Statutes Annotated (Supp. 1995), the undersigned Limited Liability Company (the "Limited Liability Company") hereby adopts the following Certificate of Amendment to its Articles of Organization; which Articles of Organization were filed March 13, 1995, effective March 9, 1995.

SECTION ONE: The name of the Limited Liability Company is:

SCOFIELD LEASING COMPANY, L.C., a Florida limited Hability company.

SECTION TWO: The following amendment to the Limited Liability Company's Articles of Organization (the "Articles") was adopted by the unanimous vote of the Limited Liability Company's members on October [3], 1995.

SECTION THREE: Article FIRST of the Articles is hereby amended, so that as so amended, said Article FIRST shall provide, in its entirety, as follows:

FIRST: The name of the Limited Liability Company is:

SCOFIELD AIRCRAFT COMPANY, L.C., a Florida limited liability company

SECTION FOUR: This Certificate of Amendment to Articles of Organization of SCOFIELD LEASING COMPANY, L.C., a Florida limited liability company, shall be effective as of October \(\frac{1}{3} \), 1995.

DATED the 13 day of October, 1995.

"LIMITED LIABILITY COMPANY"

SCOFIELD LEASING COMPANY, L.C., a Florida Limited Liability Company

MICHAEL K. SCOFFELD

MICHAEL K. SCOFIELI
Its Managing Member

FILING F \$ 238.7	5 Make Check Bayable	0.00 + \$138.75 Corporation Bu TO: FLORIDA DEPART	pplemental Fee	96 HAR - 1 PH 4: 25
SC/0 35/0	of Making Address d Liability Company OFIELD LEASINGAC O HALF CIRCLE L 84 EXCHANGE AVEN PLES FL 33942	UMENT #L95000 OMPANY, L.C.	0000201	SECRETARY OF JATE TALLAHASSEE FLORIDA In Principal Pinco of Disinosa Address C/O HALF CIRCLE L RANCH STE A 3584 EXCHANGE AVENUE NAPLES FL 33942
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