

L97000000576



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 401280 4303929

AUTHORIZATION :

COST LIMIT : \$ 337.50

Patricia

ORDER DATE : May 22, 1997

ORDER TIME : 9:25 AM

ORDER NO. : 401280-010

CUSTOMER NO: 4303929

000002188010--9

CUSTOMER: Ms. Sheryl C. Vainstein
GREENBERG TRAURIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

DOMESTIC FILING

NAME: A2 JET LEASING, L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS: _____

*Called Kathy at CSC,
corrected
2843 on affidavit of
Contribution*

*497-12052
00521*



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 22, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: A2 JET LEASING, L.C.
Ref. Number: W97000012052

RESUBMIT
Please give original
a date as file date

We have received your document for A2 JET LEASING, L.C. and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 397A00027934



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 23, 1997

CSC NETWORKS
1201 HAYS ST.
TALAHASSEE, FL 32301-2607

RESUBMIT
Please give original
submission date as file date

We have received your document for A2 JET LEASING, L.C. and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved entity. The name of a voluntarily dissolved Florida entity is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved entity provides the Department of State with a notarized affidavit, executed pursuant to section 607.0120 or 608.408, Florida Statutes, permitting the immediate assumption or use of the name by another entity.

If the document is resubmitted, please return a copy of this letter to ensure your document is properly handled.

If you have any further questions regarding the availability of a particular name, please call (904) 488-9000.

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

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 297A00028147

AFFIDAVIT
~~ARTICLES OF DISSOLUTION~~
OF
A2 JET LEASING, INC.

Pursuant to the provisions of Section 607.1401 of the Florida Business Corporation Act, A2 JET LEASING, INC., a Florida corporation (the "Corporation") hereby adopts the following Articles of Dissolution and certifies the following information for the purposes of dissolving the Corporation:

1. The name of the Corporation filing these Articles of Dissolution is A2 JET LEASING, INC., Document #P97000033070, filed on April 11, 1997.
2. None of the Corporation's shares have been issued and the Corporation has not commenced business.
3. No debt of the Corporation remains unpaid.
4. The Corporation elected to dissolve by a written consent of the sole Director.
5. The Corporation will not revoke its dissolution at any time prior to the expiration of 120 days following the effective date of the Articles of Dissolution.

IN WITNESS WHEREOF, the undersigned Corporation has hereunto executed these Articles of Dissolution by and through the undersigned Director, this 21st day of May, 1997

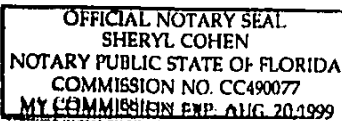
A2 JET LEASING, INC.,
a Florida Corporation

By: _____

Jeffrey S. Tenen, sole Director

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged
before me this 21st day of May, 1997 by
Jeffrey S. Tenen.



Sheryl Cohen

ARTICLES OF ORGANIZATION
OF
A2 JET LEASING, L.C.

07/11/2012 10:17

WELLS FARGO BANK, N.A.

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).


1. Name. The name of the this limited liability company is A2 JET LEASING, L.C.
2. Duration. The Company shall have a perpetual existence.
3. Mailing Address and Street Address. The Company's mailing and street address is 2665 S. Bayshore Drive, Suite 901, Coconut Grove, Florida 33133.
4. Registered Agent and Office. The name of the initial registered agent of the Company is Corporation Service Company. The street address of the initial registered agent of the Company is 1201 Hays Street, Tallahassee, Florida 32301.
5. Additional Members. Additional members to the Company may be admitted, but only if all the current members agree to the admission of the additional members and to the terms of admission.
6. Termination of Membership. If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.
7. Management of the Company. The management of the limited liability company is reserved to the members. The following persons will initially be the managing members:

Mr. Alan Potamkin
c/o Potamkin Companies
4675 SW 74th Street
Miami, FL 33143

Watsco, Inc.
2665 S. Bayshore Drive, Suite 901
Coconut Grove, FL 33133
Attention: Albert H. Nahmad

8. Regulations. The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.
9. Date of Existence of the Company. The existence of the Company shall commence on the date of filing the Articles of Organization by the Florida Department of State.

The undersigned executed these Articles of Organization effective as of this 21 day of May, 1997.



(Signature)

Alan H. Potamkin
(Print name)

President Managing
(Title) member

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

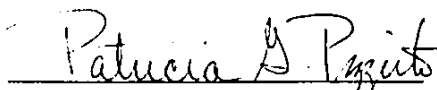
PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is A2 JET LEASING, L.C.
2. The name and address of the registered agent and office is:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

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, 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.

CORPORATION SERVICE COMPANY,
Registered Agent


Patricia G. Pizzuto, as Agent for the
Registered Agent

5/22/97

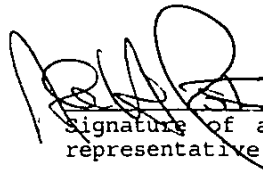
(Date)

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF
LIMITED LIABILITY COMPANY**

A2 JET LEASING, L.C.

The undersigned member or authorized representative of a member A2 JET LEASING, L.C. deposes and says:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the members is \$500,000; and
- 3) the total amount of cash or property anticipated to be contributed by members is \$5,000,000.



Signature of a member or authorized
representative of a member.

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true).

FILED
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JAN 21 1997
CLERK OF COURT
MIAMI COUNTY