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97 SEP -5 AM 11:25

ACCOUNT NO. : 072100000032

REFERENCE : 519432 89162A

AUTHORIZATION :

COST LIMIT :

Patascoa Projects

ORDER DATE : September 5, 1997

ORDER TIME : 10:12 AM

ORDER NO. : 519432-005

000002285940--9

CUSTOMER NO: 89162A

CUSTOMER: Maurice J. Baumgarten, Esq
ANANIA BANDKLAYDER &
BLACKWELL, P.A.
Suite 3300, international Place
100 S.e. Second Street
Miami, FL 33131

DOMESTIC FILING

NAME: STAR AIR INTERNATIONAL, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrea C. Mabry

EXAMINER'S INITIALS: _____

FILED
97 SEP -5 PM 11:15
TALLAHASSEE, FLORIDA

0067p

SN SEP -5 1997

W97-2050

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 5, 1997

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

RESUBMIT

SUBJECT: STAR AIR INTERNATIONAL, L.L.C.
Ref. Number: W97000020501

Please give original
submission date as file date

We have received your document for STAR AIR INTERNATIONAL, L.L.C. and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

The document must have original signatures.

Please return the original and one copy of 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 (850) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 497A00044395

RECEIVED
97 SEP -9 AM 9:13
DIVISION OF CORPORATION

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

FILED
SEP -5 PM 4:15
TALLAHASSEE, FLORIDA

ARTICLE I - Name:

The name of the Limited Liability Company is:

Star Air International, L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

3802 Southern Boulevard
West Palm Beach, FL 33406

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

Perpetual

ARTICLE IV - Management:

(check and complete the appropriate statement)

☒ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

William Bond Elliott
3802 Southern Boulevard
West Palm Beach, FL 33406

☐ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/ are:

ARTICLE V- Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

Members shall have the right to admit new members by consent of members holding at least 75% of the interests of the limited liability company. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

ARTICLE VI- Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon the unanimous consent of such remaining members.

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, 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: Star Air
International, L.L.C.

2. The name and address of the registered agent and office is:

Maurice J. Baumgarten, Esq.

(Name)

Anania, Bandklayder & Blackwell
100 S.E. 2nd Street, Suite 3300

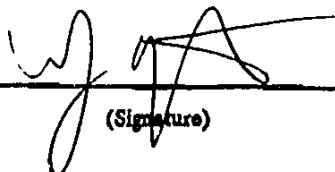
(P.O. Box ~~not~~ acceptable)

Miami, Florida 33131-2144

(City/State/Zip)

FILED
97 SEP -5 PM 4:15
SEC. OF STATE
TALLAHASSEE, FLORIDA

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.


(Signature)

Maurice J. Baumgarten

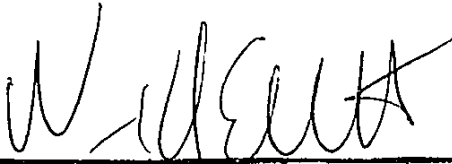
9/4/97
(Date)

FILING FEE: \$ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Star Air
International, L.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 member(s) is \$ 10,000 .
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ _____ . A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 10,000 . This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.
(In accordance with section 608.40(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalty of perjury that the facts stated herein are true.)

William Bond Elliott

FILED
97 SEP -5 PM 4:15
TALLAHASSEE, FLORIDA

FILING FEE: \$ 250 for Articles of Organization and Affidavit