

# L98000000957



**THE UNITED STATES  
CORPORATION**  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 878738 7104837

AUTHORIZATION :

COST LIMIT :

*Patricia Piquito*  
\$ 70.00 *285.00*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUL -2 PM 3:11

ORDER DATE : July 2, 1998

ORDER TIME : 10:29 AM

ORDER NO. : 878738-005

CUSTOMER NO: 7104837

CUSTOMER: Mr. Mario A. Romine  
TURNBERRY ASSOCIATES

600002579056--3

4th Floor  
19501 Biscayne Boulevard  
Aventura, FL 33180

DOMESTIC FILING

NAME: GLOBAL AIR WORKS, 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: Jeanine Reynolds

EXAMINER

*L98-957*

Name	<i>CR-7</i>
Availability	<i>CR</i>
Document Examiner	<i>CR</i>
Updater	<i>CR</i>
Updater Verifier	<i>CR</i>
Acknowledgement	<i>CR</i>
W. P. Verifier	<i>CR</i>

DIVISION OF CORPORATIONS

98 JUL -2 AM 11:27

# Turnberry Associates

July 1, 1998

**VIA FEDERAL EXPRESS**

CSC Networks  
1201 Hays Street  
Tallahassee, FL 32301

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DIVISION OF CORPORATIONS  
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RE: GLOBAL AIR WORKS, L.C.

Dear Sir or Madam:

Enclosed for immediate filing please find the Articles of Organization and Affidavit of Limited Liability Company for Global Air Works, L.C.

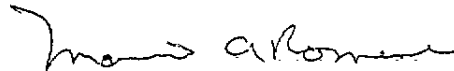
My understanding is that you will advance the filing fees, file all the above and return them to my attention immediately upon filing by fax and via first class mail. I do not need certified copies.

Please note that the same individuals who are submitting the enclosed Articles of Organization for Global Air Works, L.C. for filing also filed Articles of Incorporation for Global Air Works, Inc. on 6/24/98. We spoke with the Filing Section of the Division of Corporations who indicated they would accept the enclosed for filing as long as it was accompanied by the foregoing statement.

If you should have any questions regarding this matter, please call immediately.

Thank you.

Very truly yours,



Mario A. Romine

MAR/ra  
Encls.

11953\_1.doc

ARTICLES OF ORGANIZATION

FOR

GLOBAL AIR WORKS, L.C.

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DIVISION OF CORPORATIONS  
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I.

NAME

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

GLOBAL AIR WORKS, L.C.

II.

DURATION

The period of duration of the Company is perpetual  
unless terminated pursuant to its Regulations.

III.

BUSINESS ADDRESS

The address of the place of business of the Company in  
the State of Florida is 19501 Biscayne Boulevard, Suite 400,  
Aventura, Florida 33180. *This is also the mailing address.*

IV.

REGISTERED AGENT

The name and address of the initial registered agent of  
the Company in the State of Florida is Mario A. Romine, 19501  
Biscayne Boulevard, Suite 400, Aventura, Florida 33180.

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V.

ADDITIONAL MEMBERS

The right, if given, of the Members to admit additional Members and the terms and conditions of the admissions shall be as set forth in the Regulations of the Company.

VI.

CONTINUITY OF BUSINESS

The right, if given, of the remaining Members of the 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 Company shall be as set forth in the Regulations of the Company.

VII.

MANAGEMENT

Subject to the right of the Members to elect a Manager or Managers, as set forth in the Regulations of the Company, the day-to-day management of the Company is reserved to the Members, whose names and addresses are:

Donald Soffer	c/o 19501 Biscayne Boulevard Suite 400 Aventura, FL 33180
Lester Miller	c/o 19501 Biscayne Boulevard Suite 400 Aventura, FL 33180

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VIII.

SUBSCRIBERS

The name and address of the person executing these Articles of Organization as Agent for the Company is Mario A. Romine, 19501 Biscayne Boulevard, Suite 400, Aventura, Florida 33180.

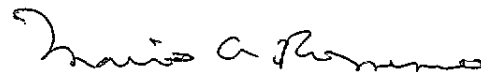
IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 1st day of July, 1998.

  
MARIO A. ROMINE

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED COMPANY, AT THE PLACE DESIGNATED IN ARTICLE IV OF THESE ARTICLES OF ORGANIZATION, THE UNDERSIGNED HEREBY ACKNOWLEDGES THAT HE IS FAMILIAR WITH, AND ACCEPTS, THE OBLIGATIONS OF THAT POSITION, AND FURTHER AGREES TO ACT IN THIS CAPACITY, AND TO COMPLY WITH THE COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 1st DAY OF JULY, 1998.

  
MARIO A. ROMINE

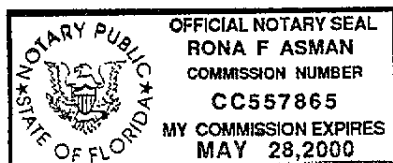
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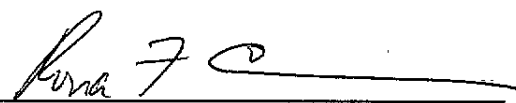
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STATE OF FLORIDA     )  
                              :   S.S.  
COUNTY OF DADE        )

BEFORE ME, a Notary Public authorized in the county and state set forth above, personally appeared MARIO A. ROMINE, personally known to me, or who has produced as identification, to be the person who, as Registered Agent, executed the foregoing Acceptance by Registered Agent of GLOBAL AIR WORKS, L.C., and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid, this 1<sup>st</sup> day of July, 1998.



  
\_\_\_\_\_  
NOTARY PUBLIC, State of  
Florida at Large

My Commission Expires:

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JUL -2 PM 3:14

AFFIDAVIT OF LIMITED LIABILITY COMPANY

The undersigned, on behalf of all the Members of Global Air Works, L.C., a Florida limited liability company (the "Company") certifies as follows:

1. The Company has at least two Members.
2. The amount of cash contributed by the Members to date is:  
  
\$ 100.00
3. The description and agreed value of property other than cash contributed by the Members is:  
  
\$-0-
4. The total amount anticipated to be contributed by the Members is \$100,000.

This 1st day of July, 1998.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

By: Mario A. Romine  
Mario A. Romine