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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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REFERENCE:

0174. 4027

DATE:

10-2-98

CONTACT:

CINDY HICKS

FROM:

CORPORATE & CRIMINAL RESEARCH SERVICES

103 N. MERIDIAN STREET

TALLAHASSEE, FL 32301

900002654399--2
-10/05/98--01085--002
*****43.75 *****43.75

TELEPHONE:

222-1173

SUBJECT:

LBK King Air, L.L.C.

STATE FEES PREPAID WITH CHECK # 3335 FOR \$ 293.75

PLEASE FILE:

00789-01115-00524
Property?

- | | | |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INC. | <input type="checkbox"/> AMENDMENT | <input type="checkbox"/> DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> ANNUAL REPORT |
| <input type="checkbox"/> FICTITIOUS NAME | <input checked="" type="checkbox"/> LIMITED LIABILITY | <input type="checkbox"/> REINSTATEMENT |
| <input type="checkbox"/> TRADEMARK/SERVICE | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |

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DIVISION OF CORPORATION

PROVIDE US WITH:

☒ CERTIFIED COPY

☐ CERTIFICATE OF STATUS

☐ STAMPED COPY

Examiner's Initials

Name Availability	MAH
Document Examiner	MAH
Updater	MAH
Updater Verifier	MAH
Acknowledgement	MAH

900002654399--2
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***293.75 ***293.75

ARTICLES OF ORGANIZATION
OF
LBK KING AIR, L.L.C.,
a Florida limited liability company

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ARTICLE I
NAME

The business and affairs of the Limited Liability Company shall be conducted under the name of:

LBK KING AIR, L.L.C.

ARTICLE II
PURPOSES AND POWERS

The Limited Liability Company may engage in any lawful activity or business permitted under the laws of the United States and the State of Florida. The Limited Liability Company has the power to do all things necessary or convenient to carry out its lawful business and affairs, including, without limitation, those powers specifically enumerated in Chapter 608 of the Florida Statutes.

ARTICLE II
DURATION; DISSOLUTION

The Limited Liability Company shall continue in existence until the close of the Limited Liability Company's business on December 31, 2045, unless the Limited Liability Company is earlier dissolved and its affairs wound-up in accordance with the provisions of these Articles, Chapter 608 of the Florida Statutes, or under the Operating Agreement of the Members. The Limited Liability Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any event which terminates the continued membership of any Member as a matter of law, unless more than fifty percent (50%) in interest of the remaining Members consent to the continued existence of the Limited Liability Company within ninety (90) days after the occurrence of such event.

ARTICLE III
PRINCIPAL OFFICE

The street address and the mailing address of the principal place of business of the Limited Liability Company within the State of Florida shall be:

c/o Dolphin Aviation Terminal
8191 N. Tamiami Trail
Sarasota, Florida 34243

ARTICLE IV
INITIAL REGISTERED AGENT/OFFICE

The Limited Liability Company's registered office and its initial registered agent shall be:

David W. Berger c/o Dolphin Aviation Terminal
8191 N. Tamiami Trail
Sarasota, Florida 34243

ARTICLE V
ADMITTANCE OF NEW MEMBERS

No new Member shall be admitted without the prior written consent of more than fifty percent (50%) in interest of all Members. A Member shall not so consent unless the proposed new Member shall accept, in a form satisfactory to the Managers, all the terms and conditions of the Limited Liability Company's Operating Agreement, including the representations and warranties contained therein and the proposed new Member shall have furnished the Limited Liability Company with an opinion of counsel, satisfactory in form and substance to such Members that the proposed transfer will not violate any federal or applicable state securities law and that the proposed transfer will not adversely affect the Limited Liability Company from being taxed as a partnership for federal income tax purposes.

ARTICLE VI
MANAGEMENT AND POWERS

The business and affairs of the Limited Liability Company shall be managed by one or more Managers elected by more than fifty percent in interest of the members. All such powers of the Limited Liability Company shall be exercised only by or under the authority of such Manager(s), except as otherwise provided by law, Chapter 608 of the Florida Statutes, these Articles of Organization, or the Regulations of the Limited Liability Company. The following is a list of names and addresses of the duly elected Manager(s), each to serve until their successor shall have been duly elected and qualified:

David W. Berger c/o Dolphin Aviation Terminal
8191 N. Tamiami Trail
Sarasota, Florida 34243

ARTICLE VII
INDEMNIFICATION

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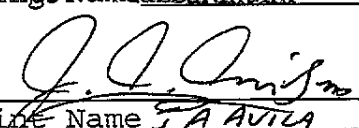
The Limited Liability Company shall indemnify the Managers and Members to the fullest extent permitted or required by the Act, as amended from time to time. The Limited Liability Company may also indemnify its employees and other representatives or agents up to the fullest extent permitted under the Chapter 608 of the Florida Statutes or other applicable law, provided that the indemnification in each such situation is first approved by a Majority in Interest.

IN WITNESS WHEREOF, these Articles of Organization have been executed as of the 29th day of September, 19 98.

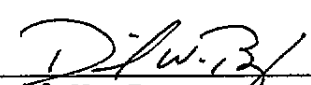
WITNESSES:



Prince N. Mazzarantani



Print Name J. A. AVILA



David W. Berger
c/o Dolphin Aviation Terminal
8191 N. Tamiami Trail
Sarasota, Florida 34243

"MANAGING MEMBER"

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CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

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

1. The name of the limited liability company is:


LBK KING AIR, L.L.C.

2. The name and the Florida street address of the registered agent are:

David W. Berger
c/o Dolphin Aviation Terminal
8191 N. Tamiami Trail
Sarasota, Florida 34243

Having been named 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: 9/29/98



David W. Berger
Registered Agent

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STATE OF FLORIDA
COUNTY OF SARASOTA

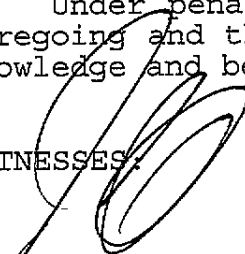
AFFIDAVIT OF MEMBERS AND CAPITAL CONTRIBUTIONS

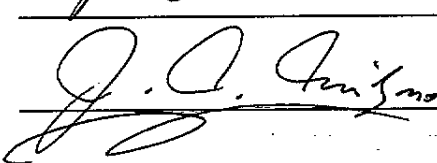
BEFORE ME, the undersigned Notary Public, personally appeared David W. Berger, as Managing Member of LBK KING AIR, L.L.C., a Florida limited liability company, hereinafter referred to as "Company," who, upon being duly sworn, certified as follows:

1. The amount of the actual capital contributions of the members of the Company is \$980.00.
2. The amount of additional capital contributions of the members of the Company anticipated is \$-0-.
3. The Company has at least one (1) member.
4. The agreed value of property contributed is \$-0-.

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.

WITNESSES:



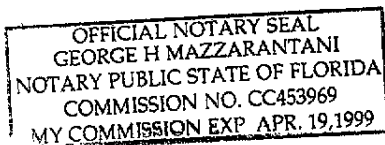


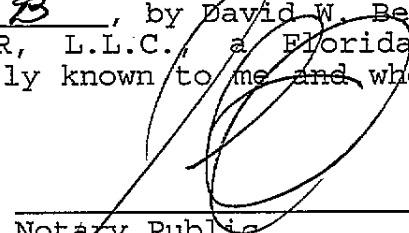


David W. Berger

"MANAGING MEMBER"

The foregoing instrument was acknowledged before me, this 29th day of September, 1998, by David W. Berger, as Managing Member of LBK KING AIR, L.L.C., a Florida limited liability company, who is personally known to me and who did not take an oath.





Notary Public
Print Name _____