



THE UNITED STATES  
CORPORATION  
COMPANY

L99000000282

ACCOUNT NO. : 072100000032

REFERENCE : 103226 4327512

AUTHORIZATION : *Patricia Pigute*

COST LIMIT : \$ 337.50

ORDER DATE : January 19, 1999

ORDER TIME : 9:47 AM

ORDER NO. : 103226-005

200002745722--3

CUSTOMER NO: 4327512

CUSTOMER: Ms. Susan Kubar  
QUARLES & BRADY  
QUARLES & BRADY  
Suite 320  
4501 N. Tamiami Trail  
Naples, FL 34103

DOMESTIC FILING

NAME: PRIME AIR PARTS, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED LIABILITY COMPANY

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janice Vanderslice

EXAMINER'S INITIALS:

Name	<i>Patricia Pigute</i>
Availability	<i>Patricia Pigute</i>
Document Examiner	<i>Patricia Pigute</i>
Updater	<i>Patricia Pigute</i>
Updater Verifier	<i>Patricia Pigute</i>
Acknowledgment	<i>Patricia Pigute</i>
W. P. Verifier	<i>Patricia Pigute</i>

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L99-282

DIVISION OF CORPORATION

99 JAN 19 AM 10:40

RECEIVED

**ARTICLES OF ORGANIZATION OF  
PRIME AIR PARTS, L.L.C.**

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

**ARTICLE I**

**NAME**

The name of the limited liability company shall be **PRIME AIR PARTS, L.L.C.**

**ARTICLE II**

**ADDRESS OF PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of this limited liability company shall be 6601 Lyons Road, Suite H-6, Coconut Creek, Florida 33073.

**ARTICLE III**

**DURATION**

This limited liability company shall exist perpetually unless sooner dissolved in a manner provided by law, as herein set forth or as provided in the regulations adopted by the members.

**ARTICLE IV**

**MANAGEMENT**

This limited liability company shall be managed by the members. The name and address of the managing member are as follows:

Barry Cohen  
6601 Lyons Road  
Suite H-6  
Coconut Creek, Florida 33073

ARTICLE V

RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members by unanimous consent of existing members. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may be sold or otherwise transferred but only after the existing other members have waived their right of first refusal as more fully set out in the Regulations.

ARTICLE VI

MEMBERS' RIGHTS TO CONTINUE BUSINESS

The existence of the limited liability company will terminate 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, however, the remaining members shall have the right to continue the existence of the limited liability company upon the unanimous consent of such remaining members.

Executed by the undersigned at Morton Grove IL on January 15, 1999.

  
BARRY COHEN

Executed by the undersigned at COCONUT CREEK, FL on January 18, 1999.

  
STEVE WOODEY

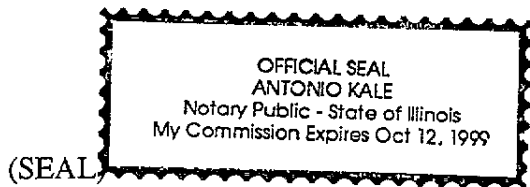
*In accordance with § 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.*

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STATE OF ILLINOIS

COUNTY OF Montgomery Cook

The foregoing instrument was sworn to and acknowledged before me this 15 day of January, 1999, by BARRY COHEN on behalf of **Prime Air Parts, L.L.C.**, a limited liability company, who ☒ is personally known to me or ☐ who produced a driver's license as identification.



Antonio Kale  
Name: Antonio Kale  
Notary Public  
My Commission Expires: Oct, 12, 1999

STATE OF FLORIDA.

COUNTY OF BROWARD.

The foregoing instrument was sworn to and acknowledged before me this 18<sup>th</sup> day of January, 1999, by STEVE WOODEY on behalf of **Prime Air Parts, L.L.C.**, a limited liability company, who ☒ is personally known to me or ☐ who produced a driver's license as identification.

(SEAL)

Vickie Buzzell  
Name: Vickie Buzzell  
Notary Public  
My Commission Expires: \_\_\_\_\_



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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS  
PRIME AIR PARTS, L.L.C.**

STATE OF Illinois

COUNTY OF Cook

Before me, the undersigned authority, personally appeared BARRY COHEN, a Member of **PRIME AIR PARTS, L.L.C.**, who, being first duly sworn deposes and says:

1. That the limited liability company known as **PRIME AIR PARTS, L.L.C.** has at least two (2) members.
2. The total amount of cash contributed by members of **PRIME AIR PARTS, L.L.C.** is TWENTY-FIVE THOUSAND DOLLARS (\$25,000.00) cash.
3. The total of cash and property anticipated to be contributed by members is TWENTY-FIVE THOUSAND DOLLARS (\$25,000.00). This amount includes the amount from Paragraph 2 above.

Further, Affiant sayeth naught.

  
BARRY COHEN

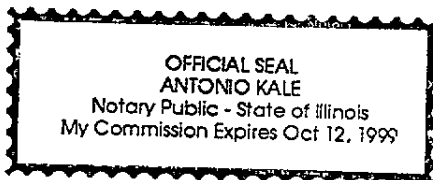
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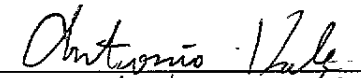
*In accordance with § 608.408(3), Florida Statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.*

STATE OF Illinois  
COUNTY OF Cook

The foregoing instrument was sworn to and acknowledged before me this 15 day of January, 1999, by BARRY COHEN, who ☒ is personally known to me or, ☐ has produced a driver's license as identification.

(SEAL)



  
Name: Antonio Kale  
Notary Public  
Commission # 407839  
My Commission Expires:

Oct. 12, 1999

**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND  
REGISTERED AGENT**

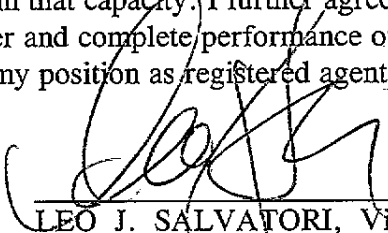
PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

The name of the limited liability company is **PRIME AIR PARTS, L.L.C.**

The name of the initial registered agent of the limited liability company is NAPLES-LAWDOCK, INC., c/o Quarles & Brady, NationsBank Center, Suite 300, 4501 Tamiami Trail North, Naples, FL 34103-3060.

**REGISTERED AGENT ACCEPTANCE**

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 that 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.

  
\_\_\_\_\_  
LEO J. SALVATORI, Vice President of  
Naples-Lawdock, Inc.  
Registered Agent

Date: January 14, 1999

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