TRANSMITTAL LETTER FOR FLORIDA LIMITED LIABILITY COMPANY

218 0000000 816

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

100002729551--7 -01/04/99--01116--012 ****293.75 ****293.75

SU	BJECT:Dome	er Air Services, L.L. (Proposed limited liability con	C. mpany name - must include su	
Enc	-	and one (1) copy of the a	articles of organization a	= nd a check for :
8	L \$285.00 filing Fee & Registered Agent designation	\$293.75 Filing Fee, Registered Agent Designation & Certificate	\$337.50 Filing Fee, Registered Agent Designation & Certified Copy	Filing Fee, Registered Agents Designation, Certified Copy & Certificate
	Sto	rch, Hansen & Mor O S. Clyde Morris	ris. P A	ATE OO
Name \\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\	de Day	tona Beach, FL 3 City, Sta	2119 te & Zip	<u>=</u> .
Document Examiner Updater	(90	4) 767-0300 Daytunc Telep	phone number	- -
Updater Verifyer	?			_
cknowledge	NO E:	Please provide the origin	nal and one copy of the	articles.

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

January 14, 1999

GLENN D. STORCH, ESQUIRE STORCH HANSEN & MORRIS, P.A. 1620 S CLYDE MORRIS BLVD., SUITE 300 DAYTONA BEACH, FL 32119

SUBJECT: DOMER AIR SERVICES, L.L.C.

Ref. Number: W9900001036

We have received your document for DOMER AIR SERVICES, L.L.C. and your check(s) totaling \$293.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

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 (850) 487-6913.

Letter Number: 299A00001924

Diane Cushing Corporate Specialist

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I: NAME

The name of the Limited Liability Company is: Domer Air Services, L.L.C.

ARTICLE II: ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 4381 S. Atlantic Avenue, #301, New Smyrna Beach, FL 32169.

ARTICLE III: DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV: MANAGEMENT

The Limited Liability Company is to be managed by managers and the names and addresses of such managers who are to serve as managers are:

Mr. W. Ted Dudley 4381 S. Atlantic Avenue, #301 New Smyrna Beach, FL 32169 Mrs. Marianne Dudley 4381 S. Atlantic Avenue, #301 New Smyrna Beach, FL 32169

ARTICLE V: REGISTERED AGENT AND OFFICE

The name of the registered agent and office of the Association are as follows:

NAME

ADDRESS

Glenn D. Storch, Esquire

Storch, Hansen & Morris, P.A. 1620 S. Clyde Morris Blvd., Ste. 300 Daytona Beach, FL 32119

ARTICLE VI: ORGANIZER

The name and address of the organizer of these Articles of Organization are Glenn D. Storch, 1620 S. Clyde Morris Blvd., Ste. 300, Daytona Beach, FL 32119.

IN WITNESS WHEREOF, the underganization thisday of December 1.5000.	
	GLENN D. STORCH
	999 FALL
STATE OF FLORIDA	FEB P
COUNTY OF VOLUSIA ss.:	
	and the H
The foregoing instrument was ack	nowledged before me this OO day of December,
1998, by GLENN D. STORCH who is pe	ersonally known to me or who has produced =
	as identification and who
did not take an oath.	
	A
	Diara L. Barcons
	Diana L. Barcomb
	Notary Public
	State of Florida at Large
	My Commission No. CC525306
	Expires: 2/21/2000

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 organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the limited liability company is:

Domer Air Services, L.L.C.

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

Glenn D. Storch, Esquire Storch, Hansen & Morris, P.A. 1620 S. Clyde Morris Blvd., Ste. 300 Daytona Beach, FL 32119 99 FEB 12 MIN OF STATE TALLAHASSES FI ORIDA

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.

Glenn D. Storch

Dated this Odday of December, 1998

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Domer Air Services, 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 members is \$700,000.00.
- 3. If any, the agreed value of property other than cash contributed by members is \$694,000.00, which represents 1/16th ownership in a 1999 Lear 60, twin engine, eight passenger jet aircraft.
- 4. The amount of cash or property anticipated to be contributed by members is \$00.00.

5. The total amount of 2, 3 and 4 is \$1,394,000.00.

FILED

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ECKETAL CHISTATE
ALLAHASSEE, FLORID

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.)

- M 21980

ADDITIONAL DEBTORS

INDIAN HILLS C.V. LTD., a Netherlands limited partnership c/o Euro American Management, Inc.
4350 W. Cypress Street, Suite 250
Tampa, Florida 33607

INDIAN HILLS FASE 2 C.V. c/o Euro American Management, Inc. 4350 W. Cypress Street, Suite 250 Tampa, Florida 33607

KELVAST B.V., INC., a Netherlands corporation c/o Euro American Management, Inc. 4350 W. Cypress Street, Suite 250 Tampa, Florida 33607