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ARTICLES OF ORGANIZATION OF MID-FLORIDA TRANSPORTATION, L.L.C.



ARTICLE I

NAME

The name of this limited liability company (the "Company") shall be MID-FLORIDA TRANSPORTATION, L.L.C. and its mailing address is P.O. Box 572, Cape Canaveral, FL 32920, and the principal place of business of the Company shall be located at 9012 Herring Street, Cape Canaveral, FL 32920.

ARTICLE II

COMMENCEMENT OF CORPORATE EXISTENCE

This Company shall commence existence on the date of signing these articles of organization and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

GENERAL PURPOSE; GENERAL POWERS

The general purpose of this Company shall be the transaction of any and all lawful business. This Company shall have all of the powers enumerated in the Florida Limited Liability Company Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law, with such limitations as may be set forth in the Company Regulations from time to time.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Company shall be located at 9012 Herring Street, Cape Canaveral, FL 32920, and the initial registered agent of this Company at that address shall be **Patrick Lee**. The Company may change its registered agent or the location of its registered office, or both, from time to time without amendment of these articles of organization.

ARTICLE V

MANAGEMENT

The management or conduct of the business and affairs of the Company is reserved to the members, and the name and street address of the initial managing member ("Manager") is:

Patrick Lee 9012 Herring Street Cape Canaveral, FL 32920

ARTICLE VI

REGULATIONS

The power to adopt, alter, amend or repeal the Regulations of the Company shall be vested in the Manager, subject to obtaining the approval of the Members owning at least fifty one percent (51%) of the Membership Units.

ARTICLE VII

ADMISSION OF NEW MEMBERS

Additional Members may be admitted from time to time on such terms and conditions as determined by the affirmative vote of Members owning two thirds (2/3%) or more of the Membership Units.

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ARTICLE VIII

DEATH, RETIREMENT, RESIGNATION, BANKRUPTCY, EXPULSION,

DISSOLUTION OF MEMBER

In the event of the death, retirement, resignation, bankruptcy, expulsion or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members may continue the business of the Company upon the affirmative vote, within thirty (30) days after the occurrence of such an event of the remaining Members.

ARTICLE IX

<u>AMENDMENT</u>

This Company reserves the right to amend or repeal any provisions contained in these articles of organization, or any amendment hereto, and any right conferred upon the Members is subject to this reservation.

ARTICLE X

HEADINGS AND CAPTIONS

The headings or captions of these various articles of organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned does hereby make and file these articles of organization declaring and certifying that the facts stated herein are true, this 30 day of April, 1999.

Patrick Lee, Manager

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 608.415, Florida Statutes, the following is submitted:

MID-FLORIDA TRANSPORTATION, L.L.C. (the "Company"), desiring to organize as a limited liability company under the laws of the State of Florida, has named and designated Patrick Lee, as its Registered Agent to accept service of process within the State of Florida with its registered office located at 9012 Herring Street, Cape Canaveral, FL 32920.

ACKNOWLEDGMENT

Having been named as Registered Agent for the Company at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Sections 608.415 and 607.0505, Florida Statutes, as the same may apply to the Company; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Company relating to the proper and complete performance of my duties as Registered Agent.

Dated this 3074 day of April, 1999.

Patrick Lee

Registered Agent

AFFIDAVIT

STATE OF FLORIDA

COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared **PATRICK LEE**, who, upon first being duly sworn, deposes and says:

- 1. That he is the Chief Executive Officer of MID-FLORIDA TRANSPORTATION, L.L.C., a limited liability company, and has the authority to make this Affidavit on its behalf.
 - 2. That the company has at least one (1) member.
- That the amount of cash contributed or anticipated to be contributed by the members is \$5,000 and the agreed value of property other than cash contributed and anticipated to be contributed by the members is \$-0-

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before me this <u>30%</u> day of April, 1999.

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