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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 290932 121767A

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 285.00

ORDER DATE : June 29, 1999

ORDER TIME : 10:31 AM

ORDER NO. : 290932-005

CUSTOMER NO: 121767A

700002918367--3

CUSTOMER: Ms. Heather Irving
KARP & GENAUER, P.A.
KARP & GENAUER, P.A.
Suite 1202
2 Alhambra Plaza
Coral Gables, FL 33134

DOMESTIC FILING

NAME: JET FLIGHT SERVICE, LLC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	6/29/99	CERTIFIED COPY
Availability	XX	PLAIN STAMPED COPY
Document		CERTIFICATE OF GOOD STANDING
Examiner	CONTACT PERSON: Angie Glisar	
Updater	DCC	
Updater Verifier	DCC	
Acknowledgement	DCC	
W. P. Verifier	DCC	

EXAMINER'S INITIALS:

FILED
99 JUN 29 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 JUN 29 AM 11:27

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6 pages

ARTICLES OF ORGANIZATION
OF
JET FLIGHT SERVICE, LLC

The undersigned acting as the organizer of JET FLIGHT SERVICE, LLC under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopt the following Articles of Organization:

ARTICLE I

Name:

The name of the limited liability company is JET FLIGHT SERVICE, LLC (the "Company").

ARTICLE II

Address:

The mailing address and street address of the principal office of the limited liability company is 801 Arthur Godfrey Rd., Suite 400, Miami Beach, FL 33140.

ARTICLE III

Duration:

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Regulations of the Company.

ARTICLE IV

Management:

The Company is to be managed by its Member, and the name and address of the initial Managing Member is:

Frank Moya, M.D.

801 Arthur Godfrey Rd., Suite 400
Miami Beach, FL 33140

The Managers to succeed the initial Managing Member shall be elected by the Members as described in the Regulations.

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ARTICLE V
Admission of Additional Members:

The Company shall admit new Members only upon the unanimous written consent of all then existing Members of the Company.

ARTICLE VI
Adoption of Regulations:

The Company shall adopt Regulations for the Company, which Regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608, Fla. Stat.

ARTICLE VII
Initial Registered Agent and Office:

The initial registered agent for the Company shall be Alhambra Registered Agents, Inc., and the street address of the Company's initial registered office is c/o Karp & Genauer, P.A., 2 Alhambra Plaza, Suite 1202, Coral Gables, FL 33134.

ARTICLE VIII
Amendments:

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the unanimous written approval of all Members of the Company.

ARTICLE IX
Indemnification:

Each individual or entity who is or was a Member or Manager of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a Member or Manager of the Company ("Indemnatee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnatee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnatee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The

rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Regulations of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a Member or Manager existing at the time of such repeal or amendment.

ARTICLE X
Continuation of Business:

Unless dissolved in accordance with the Company's Regulations, the remaining Members shall continue the business of the Company, which shall not be dissolved, upon 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 WITNESS WHEREOF, the undersigned Managing Member has executed these Articles of Organization as of this 28 day of June, 1999.

JET FLIGHT SERVICE, LLC

By:


Frank Moya, M.D., Managing Member

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TALLAHASSEE, FLORIDA

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**AFFIDAVIT RE: CAPITAL CONTRIBUTIONS
OF
JET FLIGHT SERVICE, LLC**

COMES NOW, Frank Moya, M.D., as Manager of Jet Flight Service, LLC, a Florida limited liability company (the "Limited Liability Company"), who deposes and states as follows:

1. The above named Limited Liability Company has one member.
2. The total amount of cash contributed by the member is \$ 10,000.00
3. If any, the agreed value of property other than cash contributed by the member is \$ 0.00
A description of the property is attached and made a part hereto.
4. The amount of cash or property anticipated to be contributed by the members is \$ 420,000.00
5. The total amount of 2, 3 and 4 is \$ 430,000.00
6. Affiant further sayeth naught.




Frank Moya, M.D., Managing Member

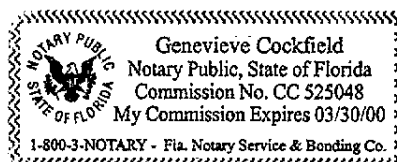
State of Florida)
) SS:
County of Miami-Dade)

BEFORE ME, personally appeared Frank Moya, M.D. as Managing Member of Jet Flight Service, LLC, to me personally known or who produced _____ as identification, and he did acknowledge to me that he executed the foregoing Affidavit re: Capital Contributions of Jet Flight Service, LLC, a Florida limited liability company.

WITNESS my hand and official seal this 28th day of June, 1999.


Notary Public, State of Florida
Print Name: Genevieve Cockfield

My Commission Expires: 3/30/2000



**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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

1. The name of the limited liability company is Jet Flight Service, LLC.
2. The name and address of the registered agent and office is:

Alhambra Registered Agents, Inc.
c/o Karp & Genauer, P.A.
2 Alhambra Plaza, Suite 1202
Coral Gables, FL 33134

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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.

ALHAMBRA REGISTERED AGENTS, INC.

By: *Dolores Karp, Secretary*
Dolores Karp, Secretary

Dated this 28th day of June, 1999.