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ACCOUNT NO. : 072100000032

REFERENCE : 520867 169624A

AUTHORIZATION : Patricia Pyatt

COST LIMIT : \$ ~~70.00~~ 125.00

ORDER DATE : December 17, 1999

ORDER TIME : 2:47 PM

ORDER NO. : 520867-005

CUSTOMER NO: 169624A

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CUSTOMER: Ms. Colleen McMahon  
BUCKINGHAM DOOLITTLE &  
BUCKINGHAM DOOLITTLE &  
5551 Ridgewood Drive  
Suite 201  
Naples, FL 33963

DOMESTIC FILING

NAME: GLOBAL AVIATION GROUP, L.L.C.

EFFECTIVE DATE: .

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
99 DEC 17 PM 3:24  
DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

99 DEC 17 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

12/17

**ARTICLES OF ORGANIZATION  
OF  
GLOBAL AVIATION GROUP, L.L.C.**

The undersigned, desiring to form a limited liability company (the "Company") under Chapter 608 of the Florida Statutes (the "Act") does hereby state the following:

**ARTICLE I**

Name

The name of the Company shall be GLOBAL AVIATION GROUP, L.L.C.

**ARTICLE II**

Purpose

The Company is formed for any purpose or purposes for which persons may lawfully associate themselves pursuant to the Act.

**ARTICLE III**

Principal Place of Business

The initial mailing address and street address of the principal office of the Company shall be 100 Aviation Drive South, Suite 102, Naples, Florida 34104.

**ARTICLE IV**

Registered Office and Registered Agent

The name of the initial registered agent of the Company is John J. O'Neill, Jr. and the street address of the initial registered agent is 100 Aviation Drive South, Suite 102, Naples, Florida 34104.

**ARTICLE VI**

Effective Date

The Company's effective date of existence shall be the date of filing of these Articles of Organization.

**ARTICLE VII**

Duration

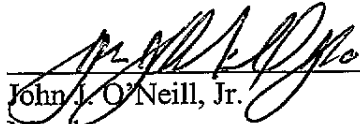
The Company's duration shall be perpetual.

FILED  
99 DEC 1 PM 3:45  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

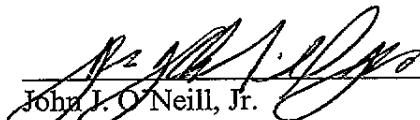
ARTICLE IX  
Management

The Company will be managed by a manager or managers and is, accordingly, a manager-managed company.

IN WITNESS WHEREOF, the undersigned, being a member of the Company hereinbefore named, for the purpose of forming a limited liability company under the Act has executed these Articles of Organization as of this \_\_\_\_ day of October, 1999.

  
\_\_\_\_\_  
John J. O'Neill, Jr.  
Member

I, John J. O'Neill, Jr., having been designated to act as registered agent and to accept service of process for the above stated limited liability company at the place designated in the Articles of Organization, 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 designations of my position as registered agent.

  
\_\_\_\_\_  
John J. O'Neill, Jr.  
Registered Agent

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TALLAHASSEE FLORIDA  
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